

MARVEL
GIANT SIZED 30TH ANNIVERSARY OF
AMAZING SPIDER-MAN #1
The AMAZING
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SPIDEY[®] vs. VENOM:
THE FINAL
CONFRONTATION!



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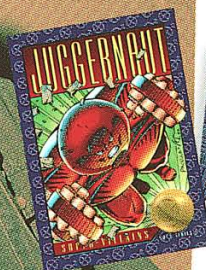
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Stan Lee Presents:

the AMAZING SPIDER-MAN

ISSUE
-375-

Thirty years and six months ago, a hero called Spider-Man burst upon an unsuspecting world in the fifteenth and final issue of AMAZING FANTASY magazine. But although A.F. was not to see the light of day again, the web-swinging adventurer touched a chord among readers of the mag. They demanded he return—and return he did. In his own magazine.

Thirty years and no months ago, AMAZING SPIDER-MAN #1 appeared on the stands and history was once again made—by the same character. To help him in his solo mag debut, he had the help of the *Fantastic Four* and the hatred of the *Chameleon* and the family *Jameson*.

As the years have gone on, Spider-Man has become one of the most popular and recognizable fictional figures in or out of comics, with one of the greatest casts of friends and enemies. To celebrate the thirtieth anniversary of his eponymous, ongoing adventures, we proudly present the following tales. The first of these pits him, in an epic-length confrontation, against his most formidable foe of today. The others pay homage to some great moments in Spidey history... and foreshadow tumultuous events of the future.

The past is prologue. Enjoy.

"The Bride of Venom"

by David Michelinie, Mark Bagley, and Randy Emberlin pg. 2

"True Friends"

By Tom DeFalco, Pat Olliffe and Mark McKenna pg. 38

"The Monster Within"

by Eric Fein and Dan Panosian pg. 45

"Echoes"

by Terry Kavanagh, Aaron Lopresti, and Don Hudson pg. 53

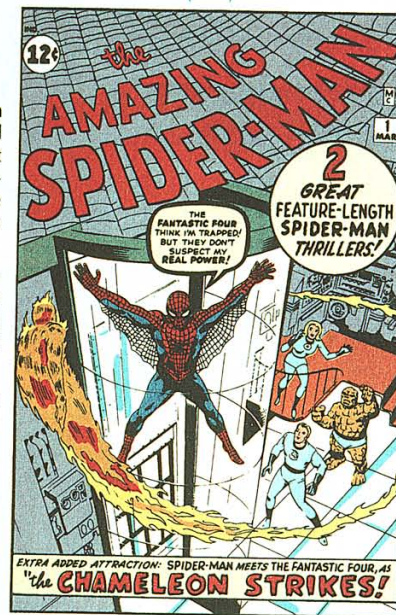
The Spider's Web,

by our amazing readers pg. 61

Mike Lackey
assistant editor

Danny Fingeroth
editor

Tom DeFalco
editor in chief



THE AMAZING SPIDER-MAN® Vol. 1, No. 375, March, 1993. (ISSN #0274-5232) Published by MARVEL COMICS, Terry Stewart, President. Stan Lee, Publisher. Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1993 Marvel Entertainment Group, Inc. All rights reserved. Price \$3.95 per copy in the U.S. and \$4.95 in Canada. Subscription rate for 12 issues: \$15.00 U.S.; Canadian subscribers must add \$8.00 for postage and GST. GST #R127032852. Foreign: \$27.00. No similarity between any purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO: THE AMAZING SPIDER-MAN, c/o MARVEL COMICS, 9TH FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Printed in the U.S.A.

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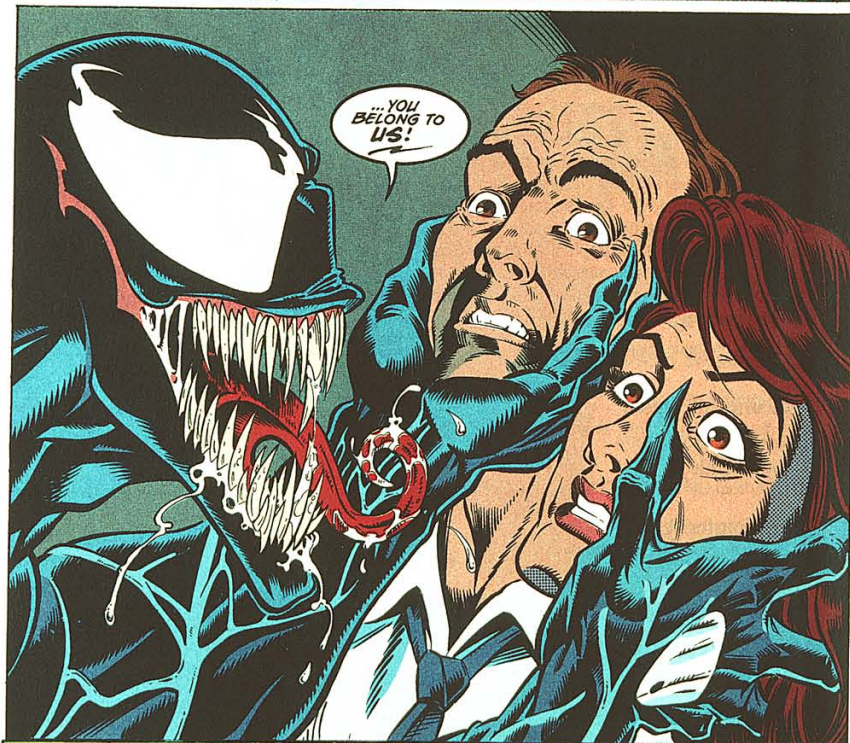
BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

STAN LEE PRESENTS: **THE AMAZING SPIDER-MAN**

BROOKLYN: THE "THRILL WORLD" AMUSEMENT PARK, CLOSED FOR THE SEASON. A COLD WIND SNAPS BANNERS AND SENDS DEBRIS SKITTERING -- HINTS OF A TEMPEST DRAWING NEAR.

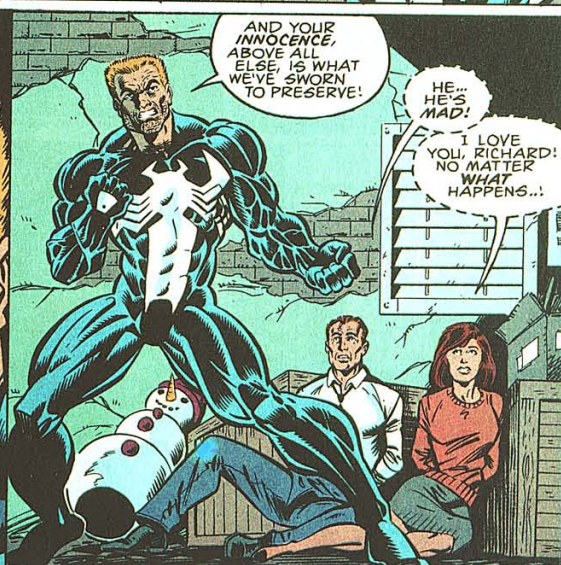
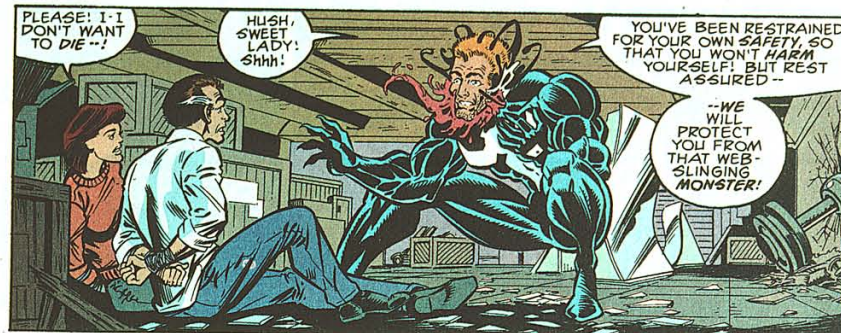
WHILE IN A STORAGE BUNKER BELOW THE DESERTED GROUNDS, A STORM OF A DIFFERENT SORT HAS ALREADY ARRIVED!

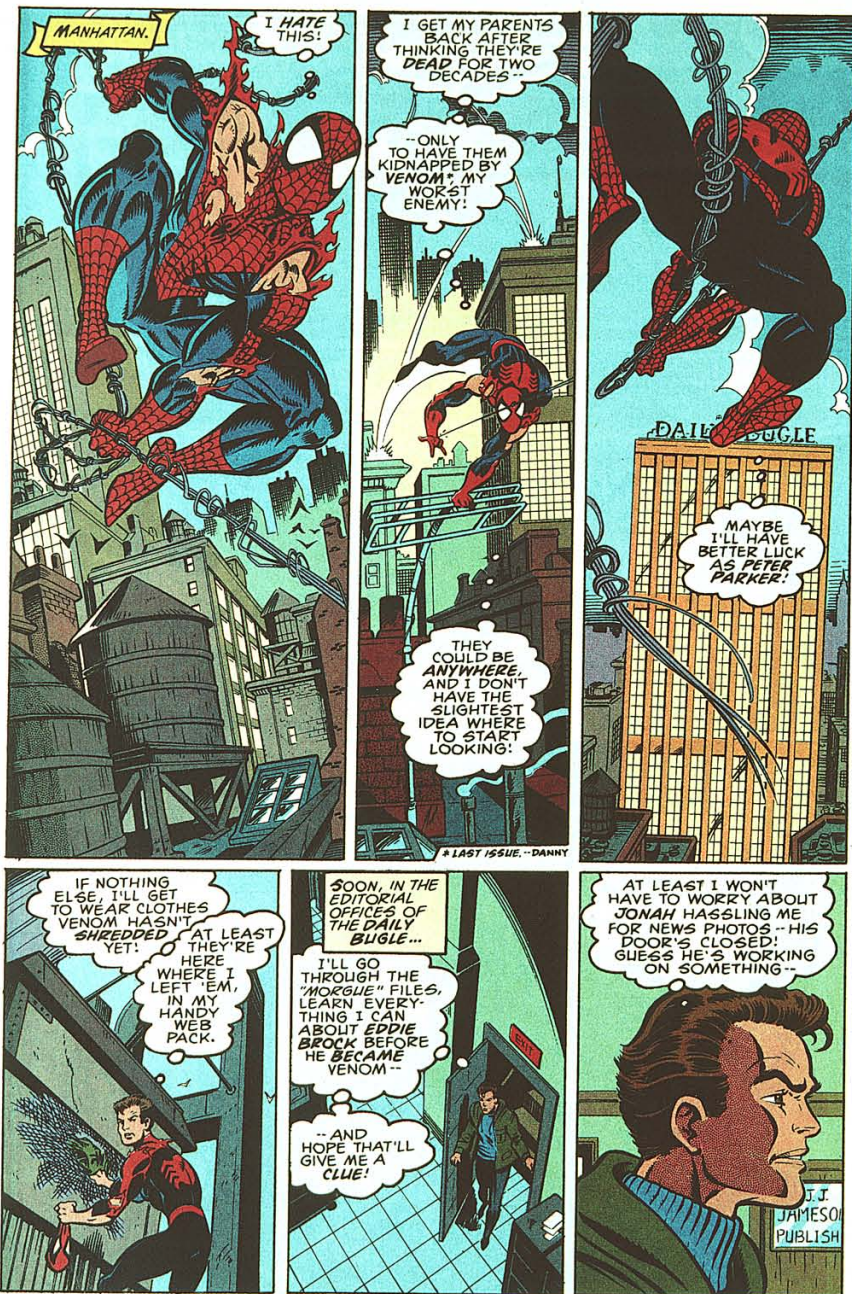
RICHARD AND MARY PARKER, THE PARENTS OF PETER PARKER -- NO MORE! FOR NOW...



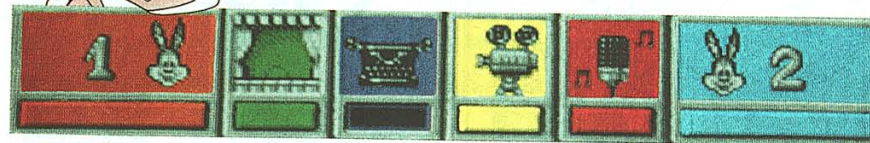
The BRIDE of VENOM

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WRITER PENCILLER
RANDY EMBERLIN & BOB SHAREN
INKER COLORIST
STARKINGS & PARKER & DANNY FINGEROTH & TOM DEFALCO
LETTERS LETTERERS EDITOR CHIEF

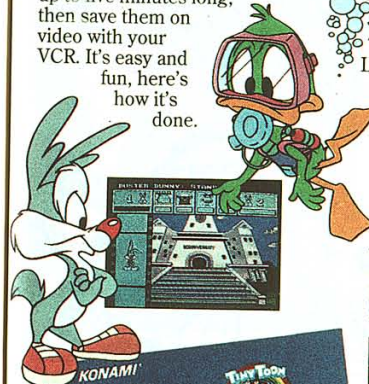




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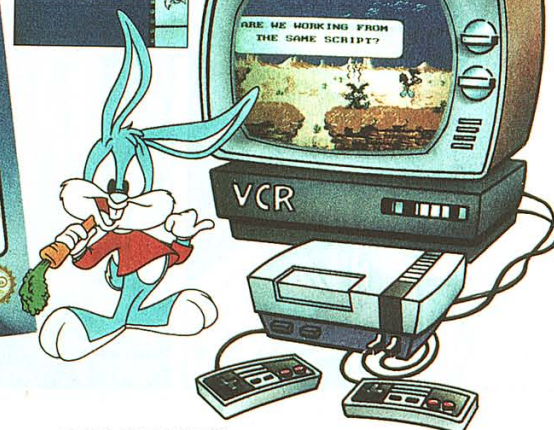
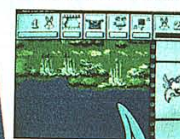
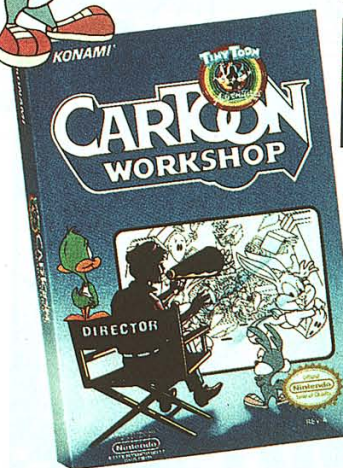


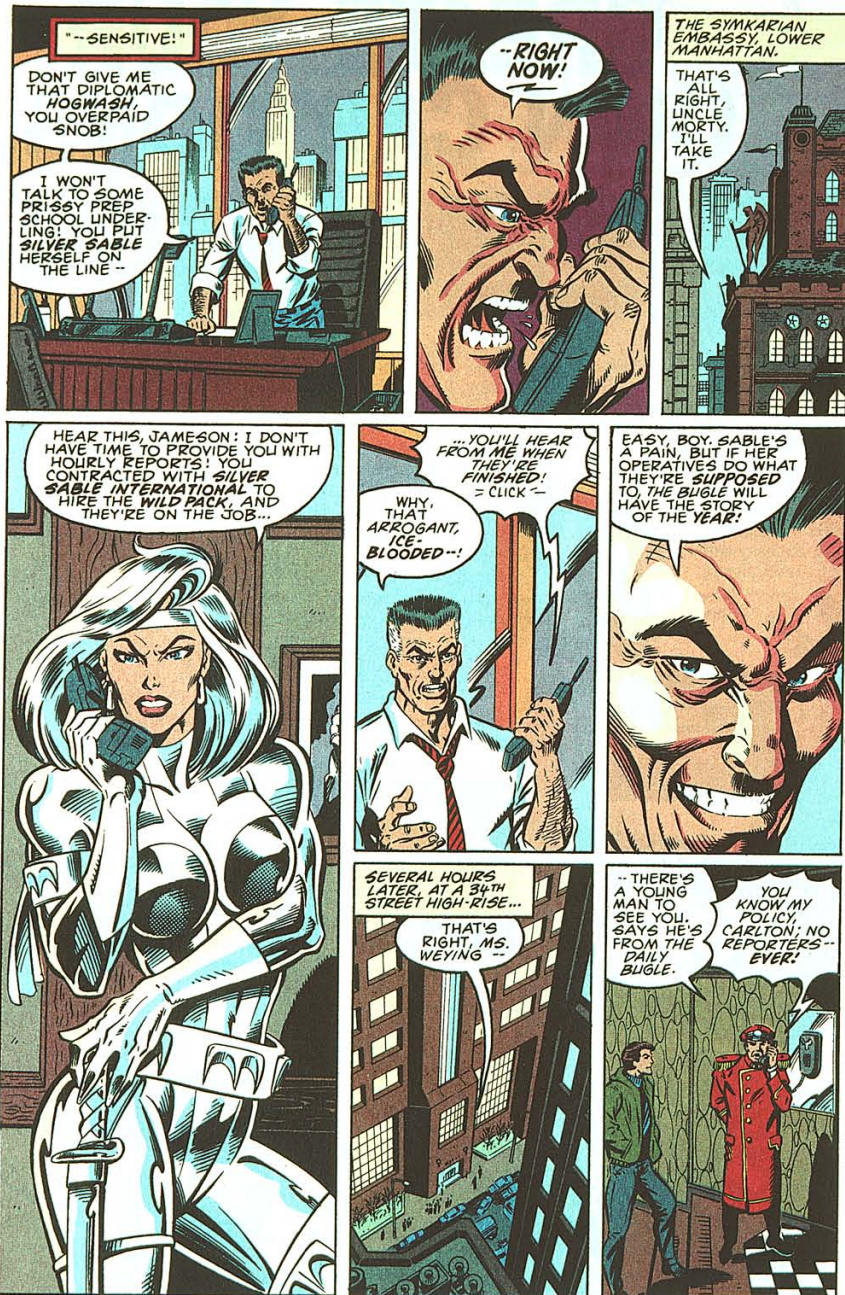
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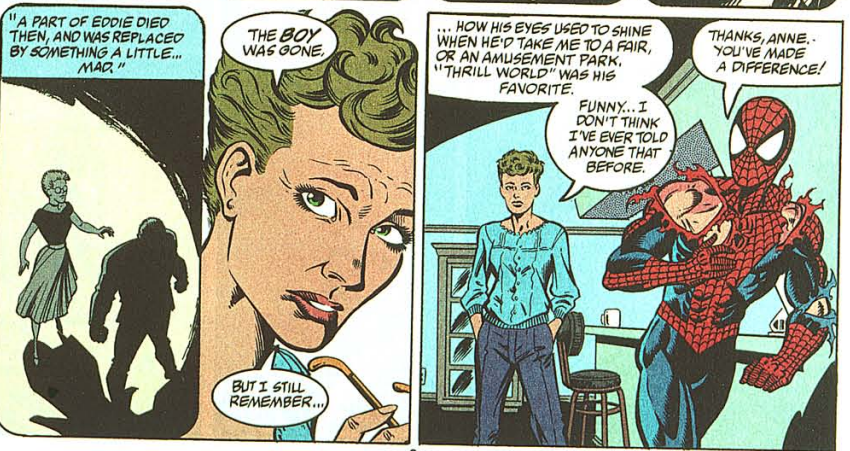
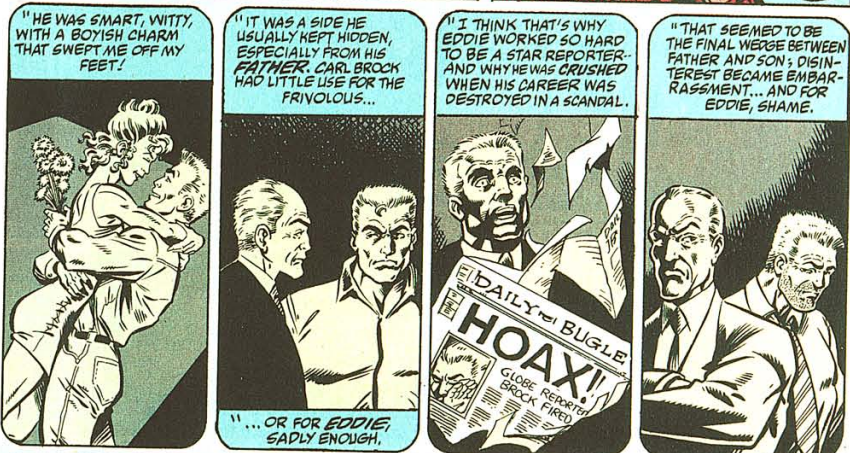
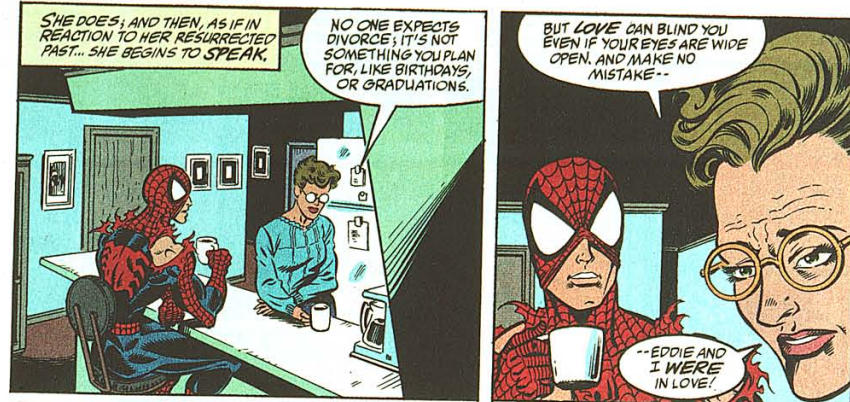
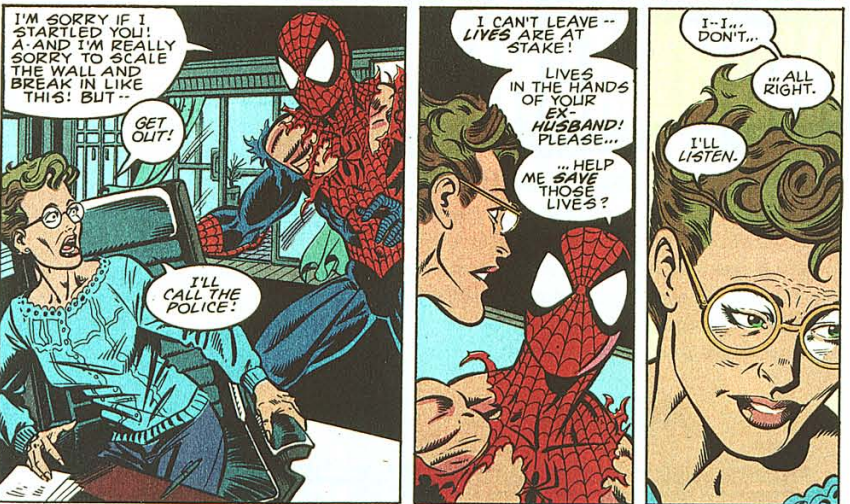
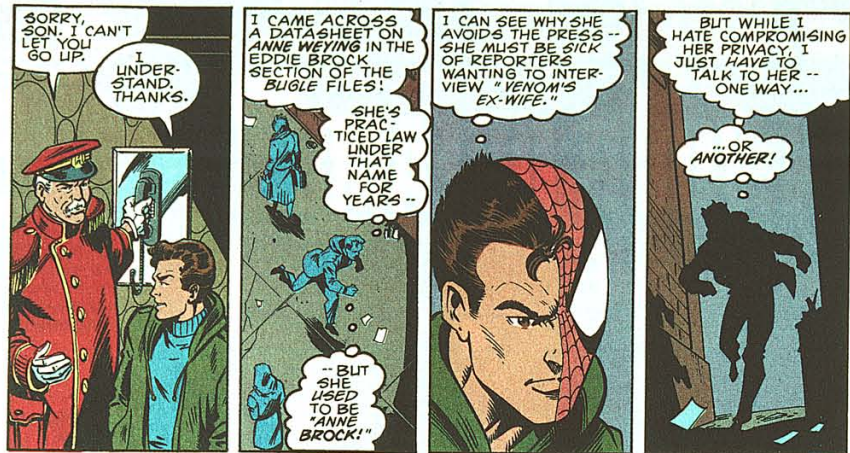
THE SIMPSON'S BART'S NIGHTMARE

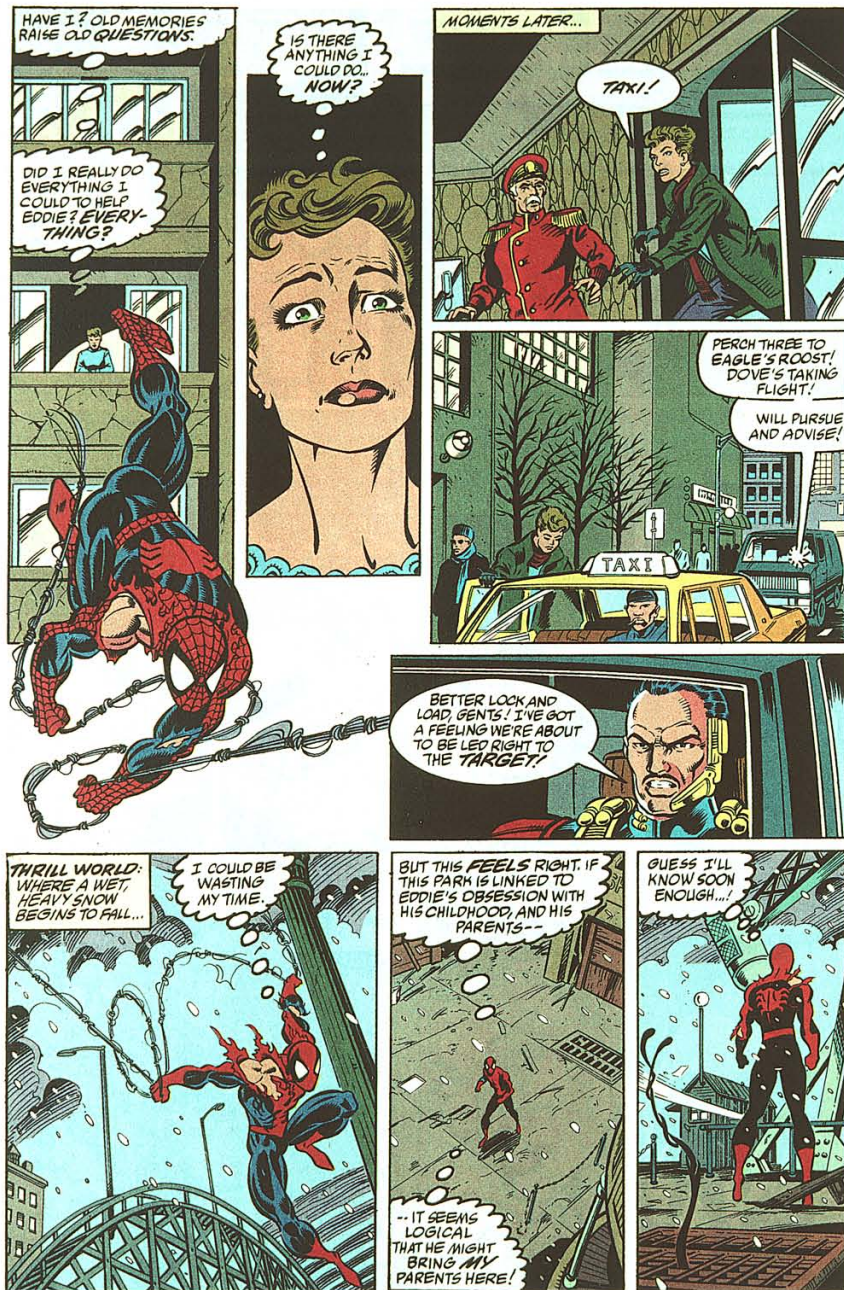
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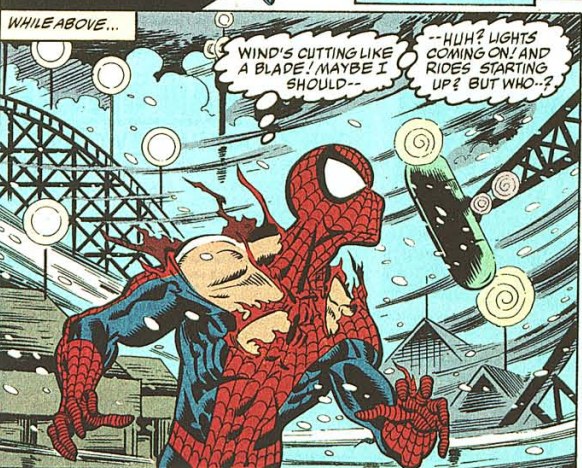
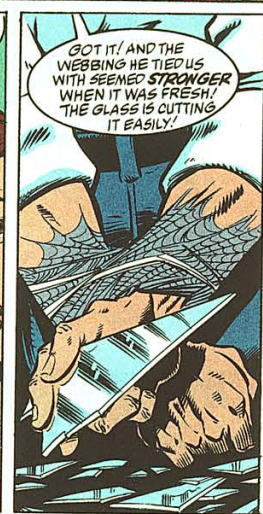
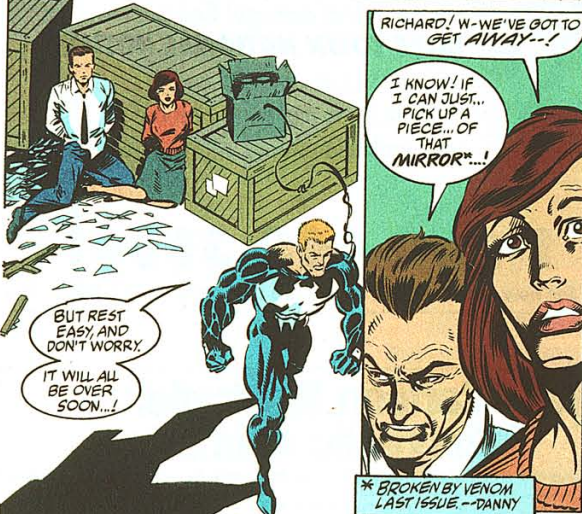
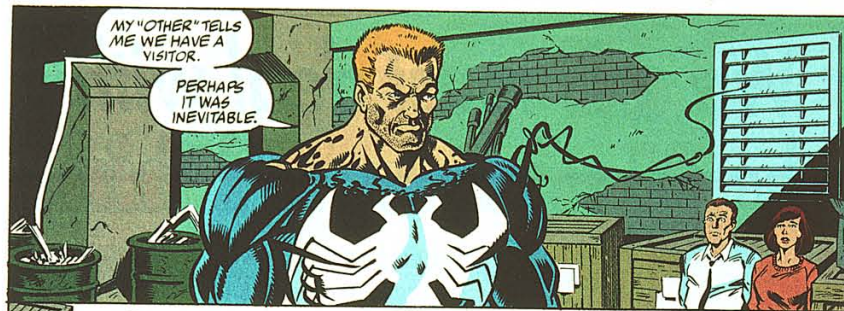
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*BROKEN BY VENOM LAST ISSUE. --DANNY

BULLPEN BULLETINS

FROM THE MIKE

All right! All right! Enough already. The secret's out. What secret, some of you are still asking? The SECRET DEFENDERS that's what. So why am I making such a stink about this comic? I'm just crazy about the Defenders! Growing up wouldn't have been the same without this off-beat team part of my reading experience. Also, it just happens to be the hottest comic coming out of my office this month. Keep in mind, my other books, CAPTAIN AMERICA, QUASAR, DR. STRANGE, THOR, and the FANTASTIC FOUR UNLIMITED aren't exactly slouches either.

Due to circumstances beyond his control, Doctor Strange isn't as powerful as he once was, but he still has the ability to detect trouble in our world. Now he needs help from some of the most mighty heroes to battle new and startling menaces. Each and every month you'll get an opportunity to see what team he'll assemble next.

Oh, so you are tired of team-ups! This isn't any ordinary team-up book. Characters that have never even met each other will get the chance to battle alongside one another. Ever wonder what Nomad would say to Darkhawk the first time he met him? What about Wolverine's reaction to Spider-Woman? Aha! You're curious now! Now what if I told you it's being written by long time Doc scribe, Roy Thomas? How about penciling by sizzling newcomer, Andre Coates with inking by Don Hudson?

If I haven't grabbed your attention by now, I'm one lousy salesman. The first issue is on sale now. It's got a red foil stamped cover so you can't miss it. Hey, while you are at it, let some of your friends in on our little secret.

Take it easy,

Mike R.
Mike Rockwitz

Baby, it's cold outside! It's so cold, even Iceman has goosebumps! Since it's so nippy outside, we thought this would be a good time to flash back to last Thanksgiving, just in time for the Macy's parade where our newest assistant editor, James "Professor" Felder, who's not exactly what you'd call a cold fish — he's more like a cool cat — marching with the NYU pipe band, playing his bagpipes all the way. And you thought only the balloons were filled with hot air!

November still makes us feel as cold as Captain America in an iceberg, so we'll go back even further to last October 31, and give you the results of our annual Hall-

the Direct Sales Department as Robin 3, and Director of Marketing/ Consumer Products Division Maggie Trujillo as New York's newest superheroine, Staten Island Girl! Other stand-outs included Glenn Herdling as Spider-Ham, and intern Chuck Kim as the 1970s Luke Cage, who ensured that we'd all have a sweet Christmas.

October is still a bit frigid for our tastes, so let's go back even further to those warmer, carefree days of last summer. It occurs to us that we never did give the final standings of the 1992 Marvel Softball season ... and if you got a look at our stats, you probably wouldn't have reported them, either! Team captains David Wohl and Rob Tokar were feeling lower than the Mole Man's foot fungus after the abysmal team standings this year. The final record for the Marvel Punishers this year was 3-7, with the Marvel-DC rivalry ending at two games to one in favor of our Devastating Competition.

This past Marvel softball season left many feeling cold as ice. Maybe that's because, like our characters, we're so used to playing hardball. But let's leave behind those dreary summer days, and make our way back to the present. As we once again pass October, we find a couple more former bachelors have quit the single life, cold turkey! First up is NOMAD assistant editor, Hector Collazo, who married the lovely Lisa Lopez. As Hector put it, "I married her so I could gain U.S. citizenship and guarantee my future at Marvel."

The other October wedding was that of Marveloid Emeritus and Arachnerd for life Jim Salicrup, who had a Topps secret wedding of his own to the lovely Paulette Powell. Jim's busy with a gum-snapping comic line of his own these days, but he has a long history with Marvel and the Bullpen page, so we didn't want to give him the cold shoulder.

Well, we have more cold, hard facts for you, but we'll just put our ideas in cold storage till next week. Till then, remember, no matter how cold it gets outside, nothing beats the feeling of warmth you get when you read a Marvel comic!



loween Extravaganza. Nobody gets left out in the cold at this little shindig. A high-point of the party is the Marvellympics, a highly competitive series of events designed to make us all look like idiots, including such terrifying contests as Bobbing for Comics, the Silver Sable Wrap, and the ever-popular Draw the Doofus!

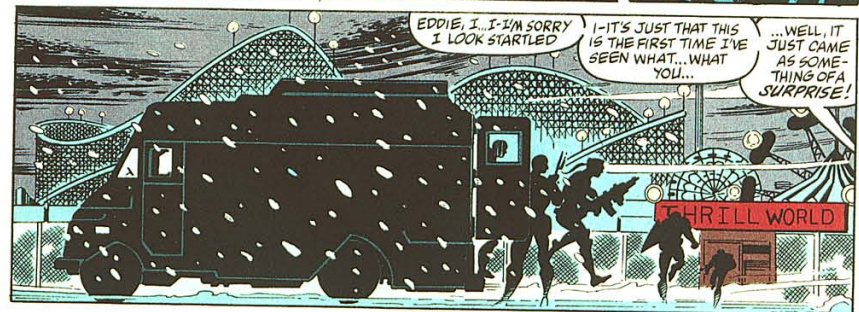
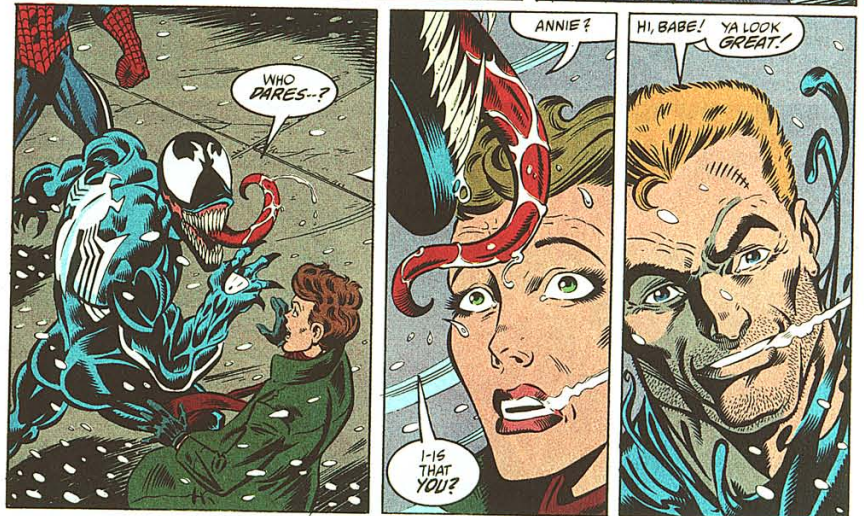
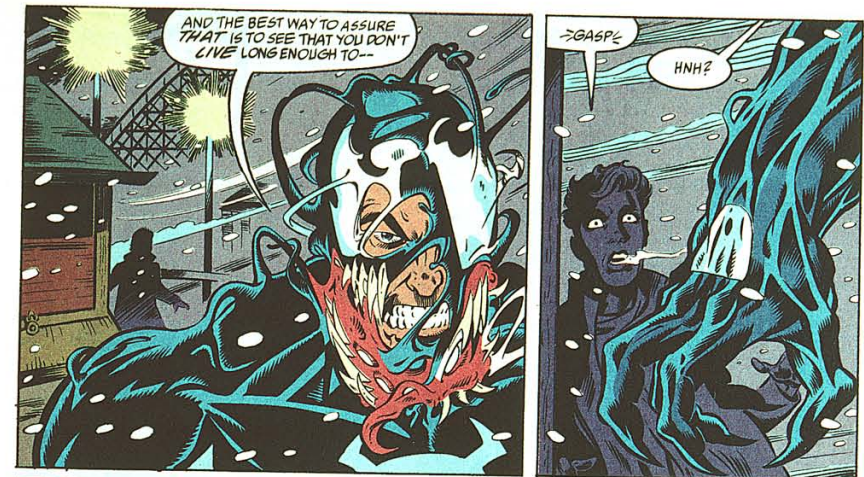
The winners of this year's costume contest were Bullpenner Darren Auck as Sidney the Not-So-Super Skrull, Dawn and Steve Geiger of the Production Department as Ka-Zar and Shanna, Kevin Tang of

HYPELINE: ON SALE THIS WEEK

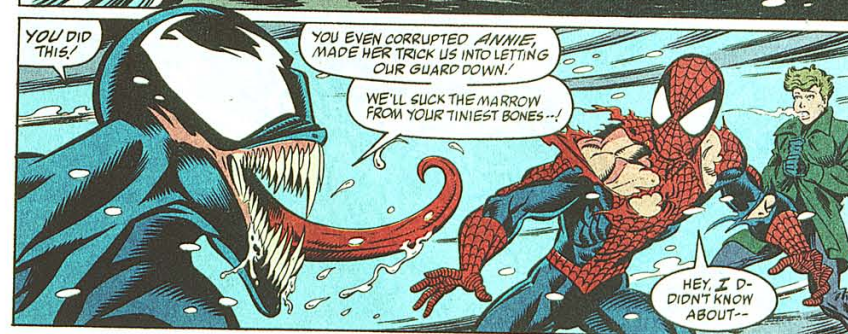
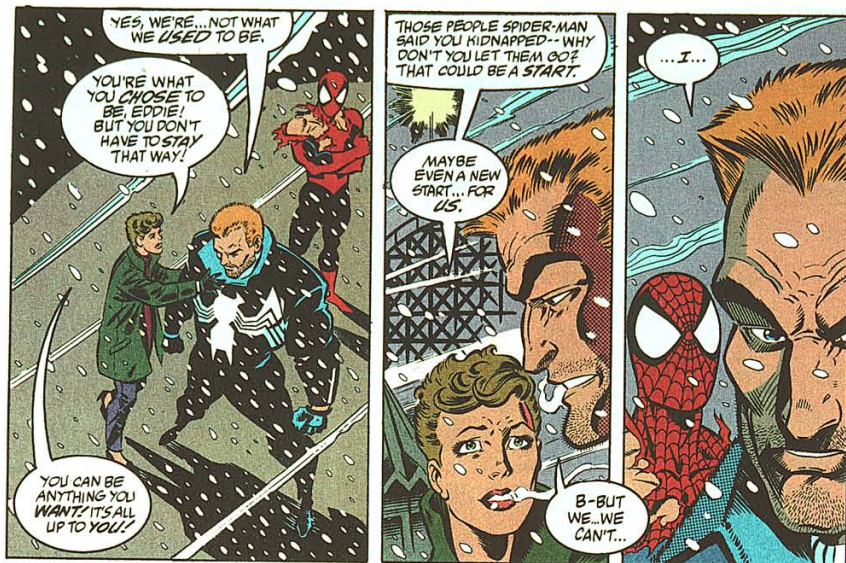
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| <ul style="list-style-type: none"> □ A-1 #4 of 4: Not the steak sauce, still the popular British anthology! □ BARBIE FASHION #27: Skipper is crash-dieting! Barbie to the rescue! □ CODENAME: GENETIX #3 OF 4: With the prerequisite Wolverine guest appearance to clear U.S. customs! □ DEATH'S HEAD 2/KILLPOWER: BATTLETIDE #4 OF 4: Wait, does it have a Wolverine appearance? You betcha! □ DEATHLOK #21: Deathlok needs brain surgery! But the surgeon is ... Siegel! □ DIGITEK #4 OF 4: This one's got so much action, it doesn't even need a Wolverine appearance! □ DR. STRANGE #51: If Rintrah dies, will that mean burgers for everyone? □ DR. WHO CLASSIC COMICS #3: This comic is like a time warp to classic Dr. Who adventures! □ FANTASTIC FOUR #374: The new | <ul style="list-style-type: none"> Fantastic Four battle the old Fantastic Four! It's four times the fun! □ GHOST RIDER/BLAZE: SPIRITS OF VENGEANCE #8: Ghostie and Blaze give the devil's due as they confront Mephisto! □ HELLRAISER #20: Neil Gaiman and Dave McKean solve a crossword puzzle of death! □ THE INCOMPLETE DEATH'S HEAD #3 OF 12: Death's Head goes on a scavenger hunt! □ INCREDIBLE HULK! FUTURE IMPERFECT #2 of 2: Wait till you see George Perez's vision of the future! It's Hulk-errific! □ IRON MAN #290: Tony Stark is back with an all-new armor in this 30th anniversary bonanza! □ MARVEL REQUIEM #36: Still free! Still great! □ MARVEL UNIVERSE MASTER EDITION #36: Dr. Strangel Blade! | <ul style="list-style-type: none"> Domino! □ DOMINO KNIGHT #48: Introducing a brand-new villain — Deadzone! □ MOTORMOUTH: Harley and Killpower leap back in time, before the days of Wolverine! □ MYS-TECH WARS #1 of 4: The Marvel U.K. Heroes, in their own teasing limited series! □ THE NAM #78: Ed Marks does some "in country" fighting! □ NEW WARRIORS #33: With Cloak & Dagger, Turbo, Darkhawk and more! □ PUNISHER 2099 #2: Jake Gallows continues to hunt for his family's killers! □ PUNISHER WAR JOURNAL #52: With Puny's old buddy "ice" from the NAM! □ SILVER SURFER #78: Before his corpse even gets cold, Morg is resurrected! □ SPECTACULAR SPIDER-MAN | <ul style="list-style-type: none"> #198: With the original X-Men and the resuscitated Professor Power! □ SPIDER-MAN TPB: THE COSMIC ADVENTURES: You'll believe a Spider-Man can fly! □ WILLIAM SHATNER'S TEKNOLOGI: Created by the man who is not Kirk! □ THOR #460: The original Thor is back, and he's fightin' mad! □ TOXIC CRUSADERS #1 OF 4: They're gross, but they still get girls! □ VENOM #2 OF 6: Once he was a villain — now he's the toughest hero of all! □ WARHEADS #10: The Warheads are trying to destroy Mephisto! □ X-FORCE #20: What's the secret of Cable's space station? And does it get H&O? □ X-MEN CLASSIC #81: Reprinting a battle with the Brotherhood of Evil Mutants! |
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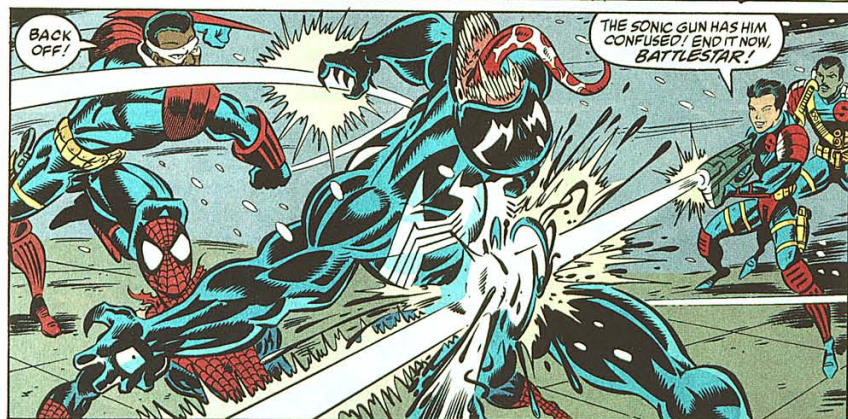
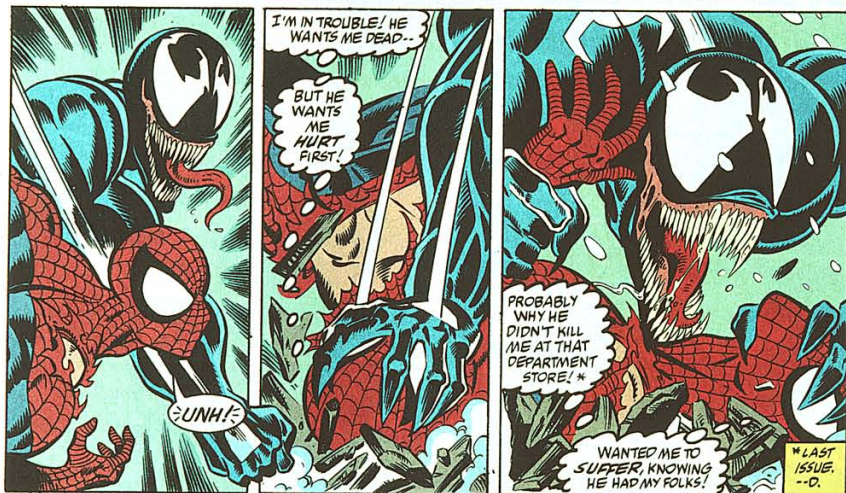


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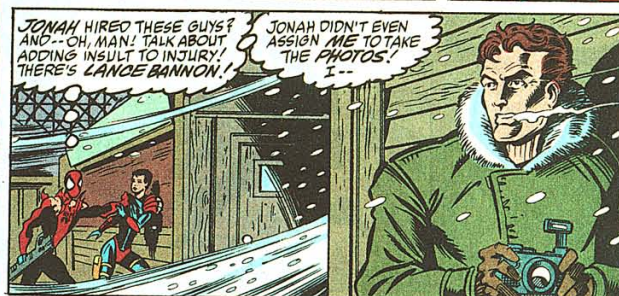


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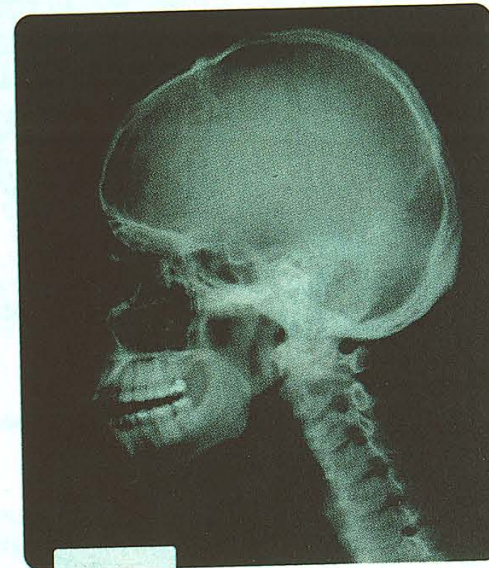
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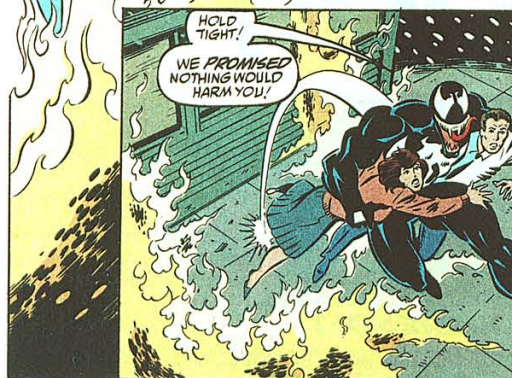
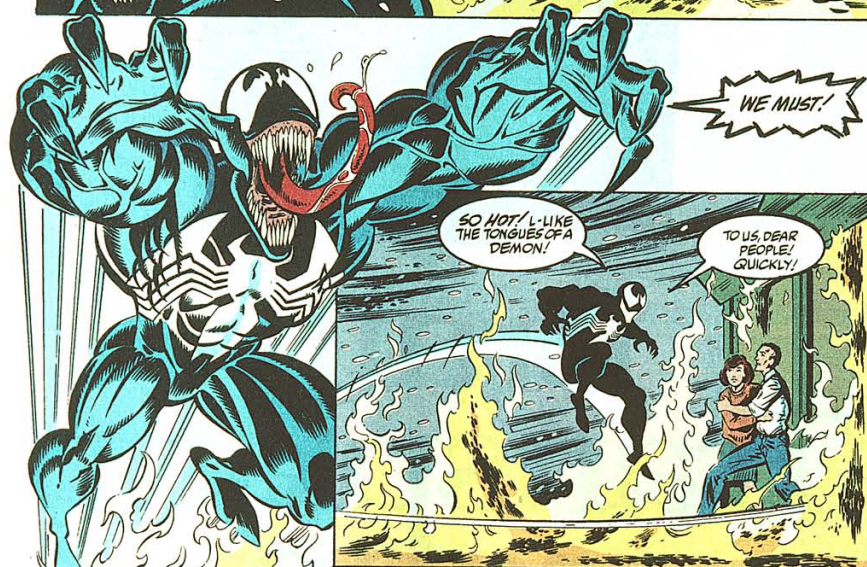
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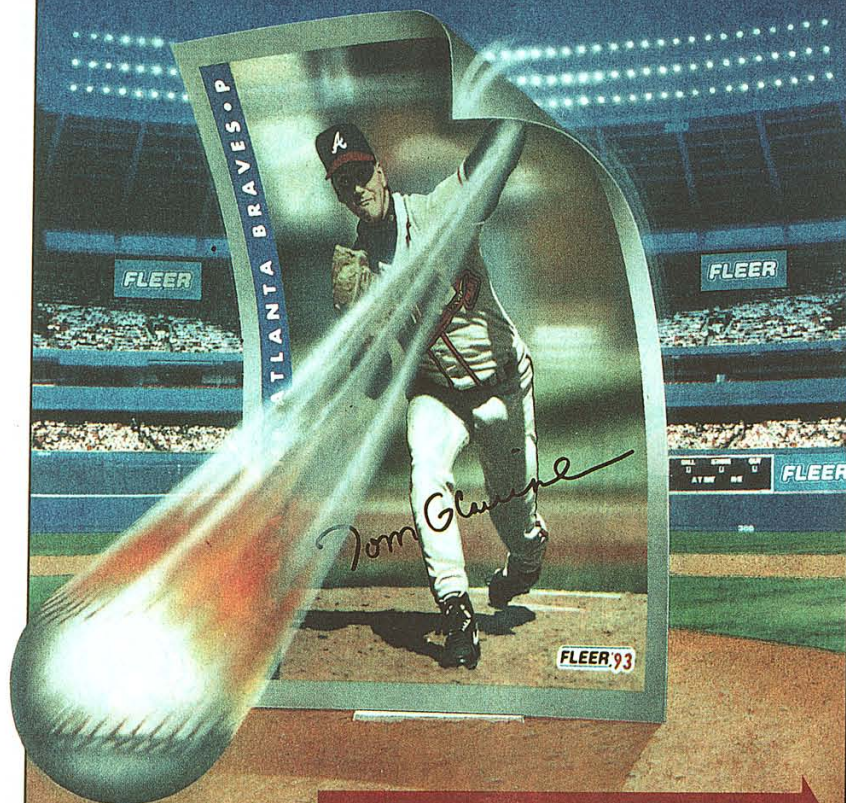
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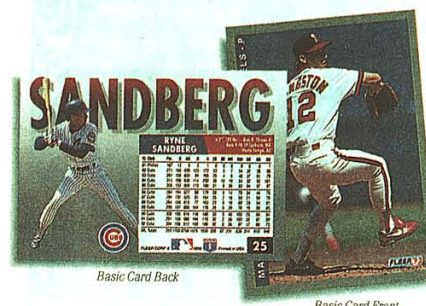
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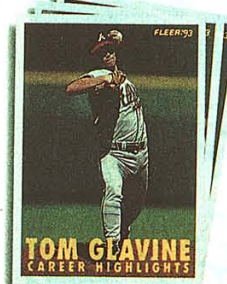
"Rookie Sensations" card
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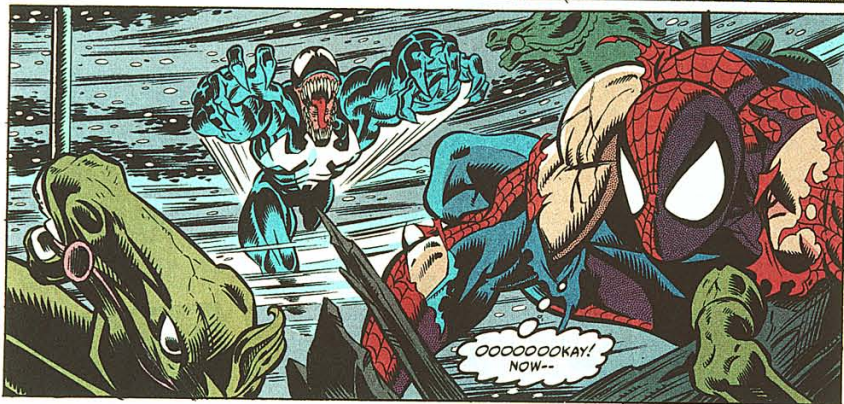
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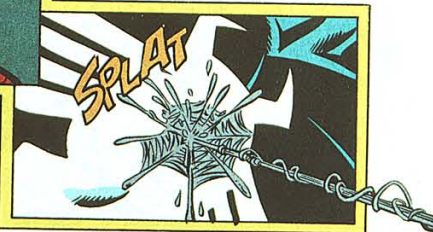
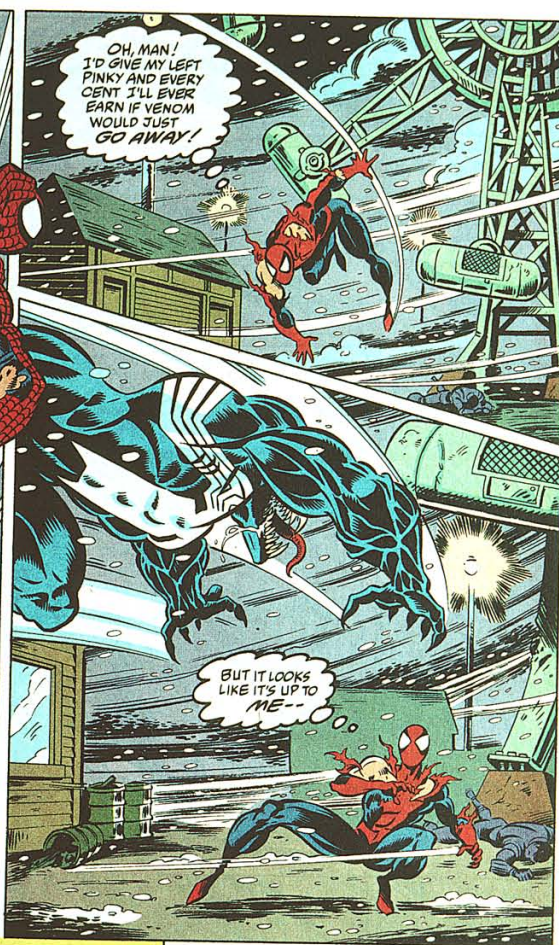
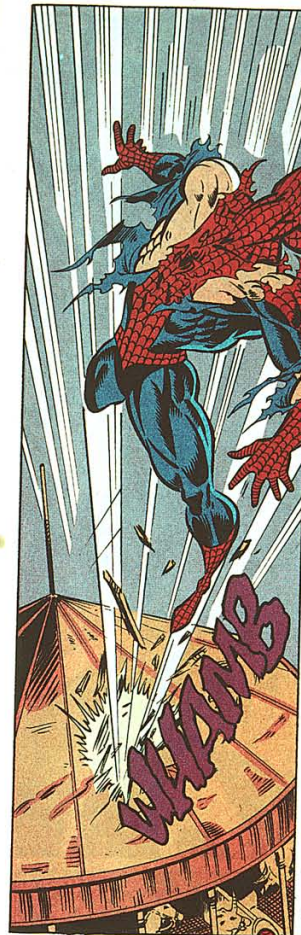


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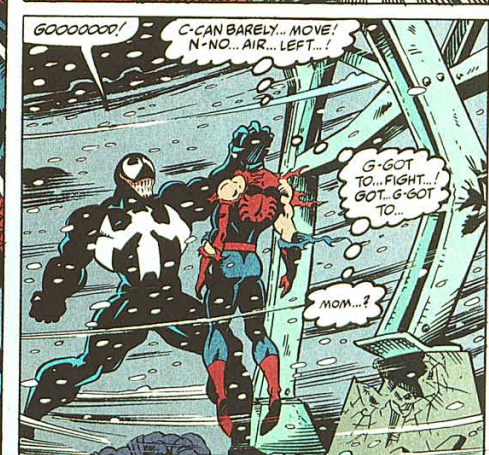
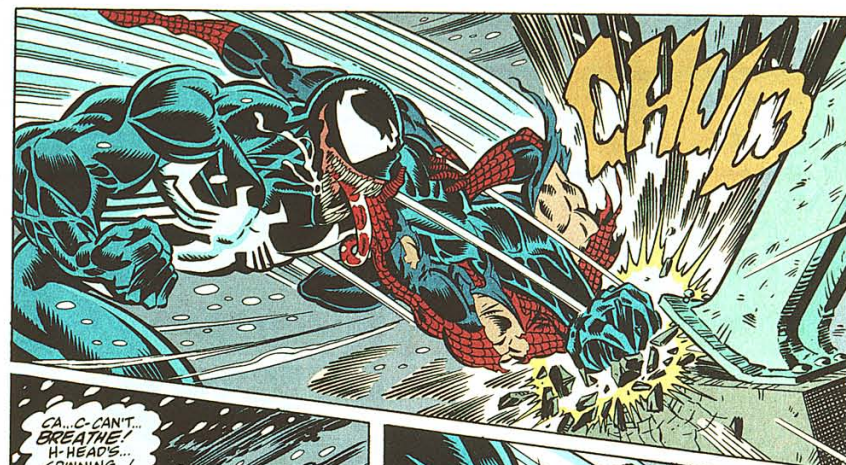
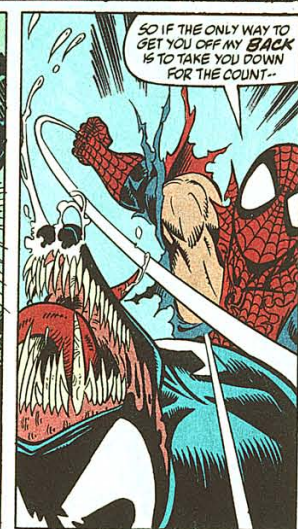
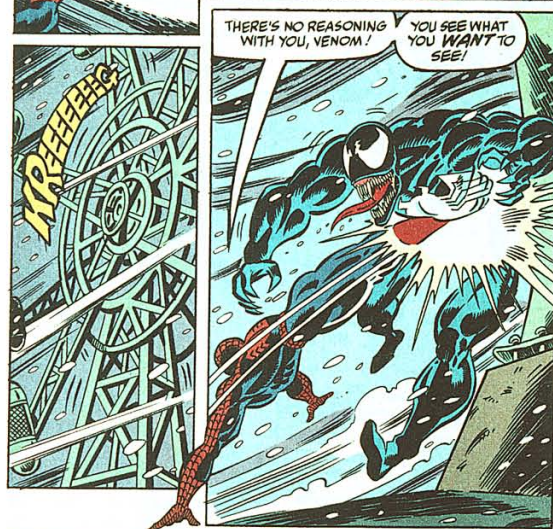
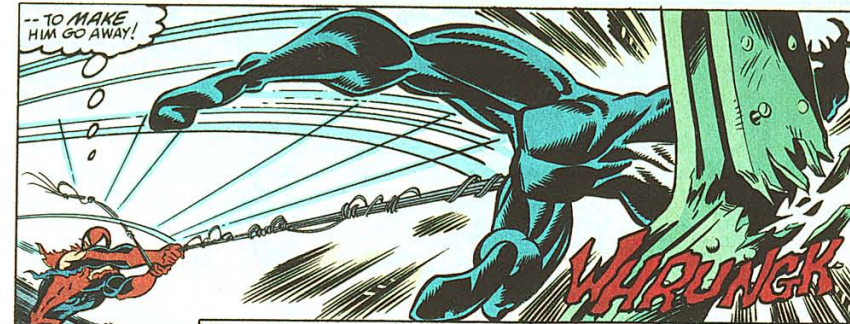
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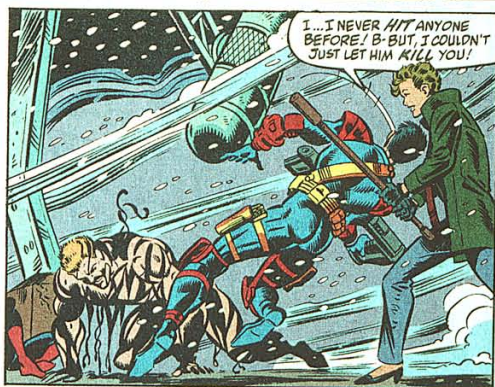
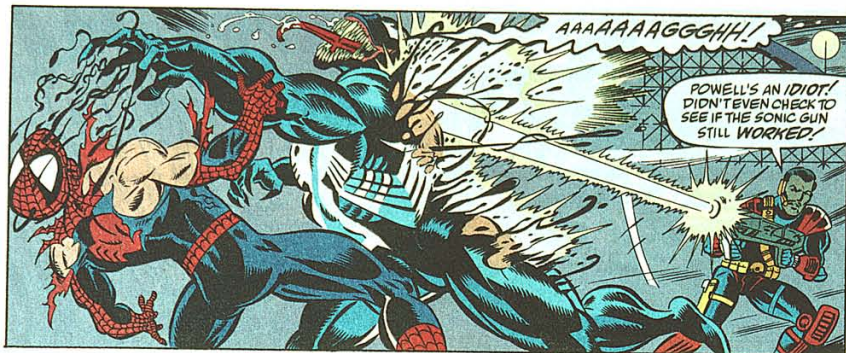


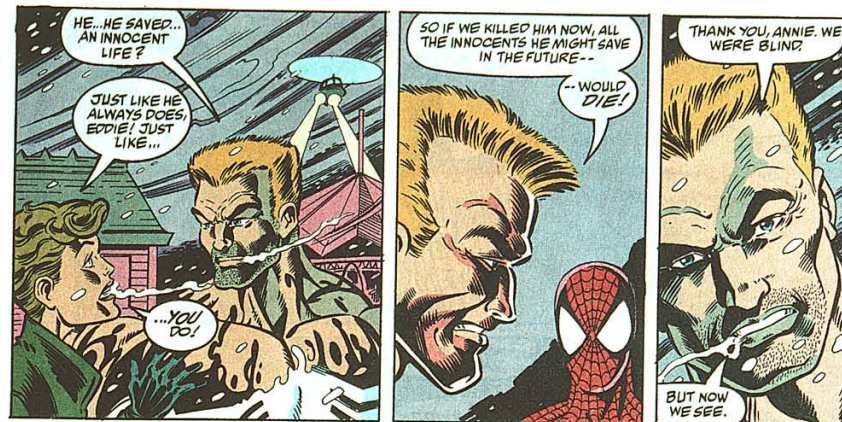
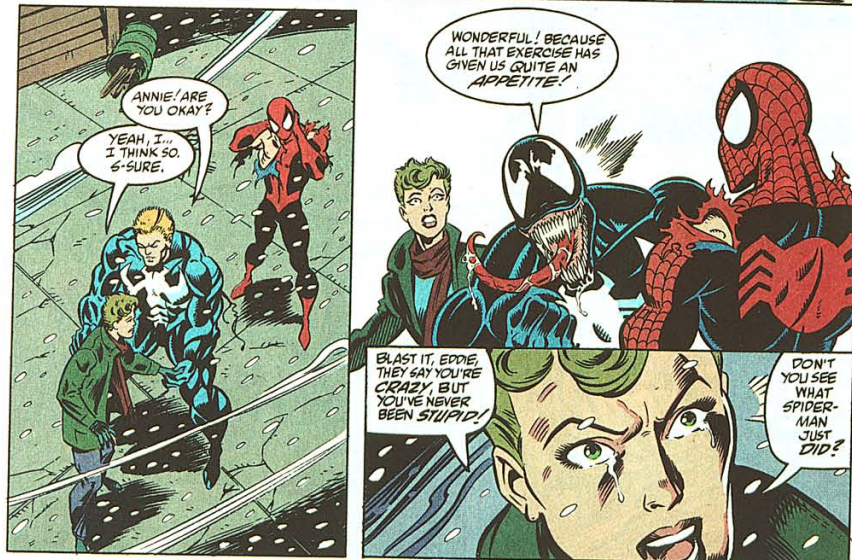
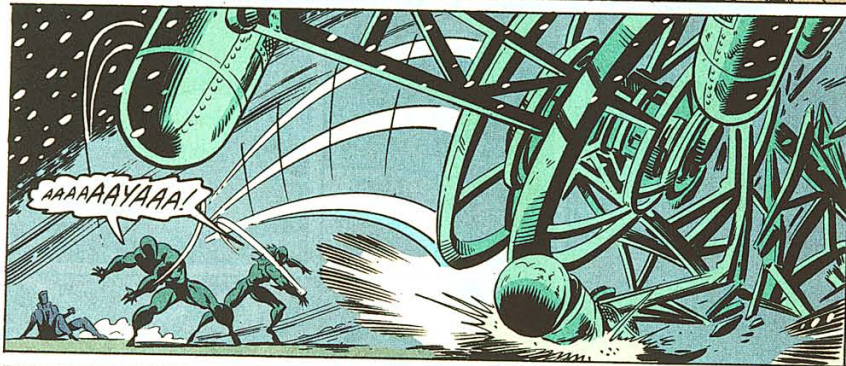
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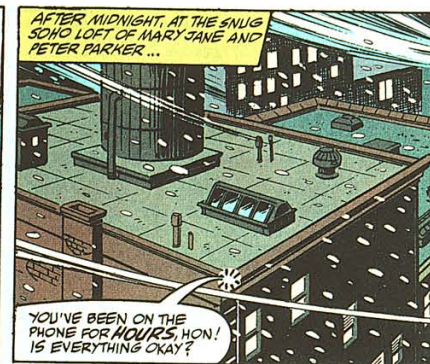


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TIME WILL TELL! BUT IF YOU CAN'T WAIT, FIND THE ANSWER IN VENOM'S VERY FIRST LIMITED SERIES-- **LETHAL PROTECTOR**-- ON SALE NOW!

AND IF THAT'S NOT ENOUGH, BE HERE NEXT ISSUE WHEN **CARDIAC** SQUARES OFF AGAINST **STYX & STONE**-- WITH SPIDEY CAUGHT IN THE MIDDLE! (HEY, YOU DIDN'T THINK WE WERE GONNA LET YOU CATCH YOUR BREATH, DIDJA?)

BENEATH HIS MIRRORRED LENS, TEARS SEAR THE EYES OF THE AMAZING SPIDER-MAN AS HE VIEWS THE FLAMING DEBRIS WHICH LITTERS THE DOCK BENEATH HIM...

TEARS OF AN INNOCENCE LONG LOST...

TEARS WHICH COULD ONLY BE SHED FOR...
"TRUE FRIENDS!"



I'VE BEEN SEARCHING FOR THE HUMAN TORCH EVER SINCE I HEARD THAT HE HAD ACCIDENTALLY SET FIRE TO EMPIRE STATE UNIVERSITY!

I... I WAS HOPING THAT I COULD HELP HIM... BUT IT LOOKS LIKE I'M ALREADY TOO LATE!

A TALE OF THE WEB-SWINGER WHICH DIRECTLY FOLLOWS THE EVENTS OF FANTASTIC FOUR #373 PRESENTED BY STAN LEE WRITTEN BY TOM DEFalco PENCILED BY PATRICK OLLIFFE INKED BY MARK McKENNA LETTERED BY DAVE SHAVER COLORED BY R. WINTERSTAEITER EDITED BY DANNY FINGEROTH



OL' FLAMEFACE IS IN SERIOUS TROUBLE! THE ENTIRE CITY HAS MOBILIZED AGAINST HIM... AND THAT INCLUDES SILVER SABLE AND HER WILD PACK!

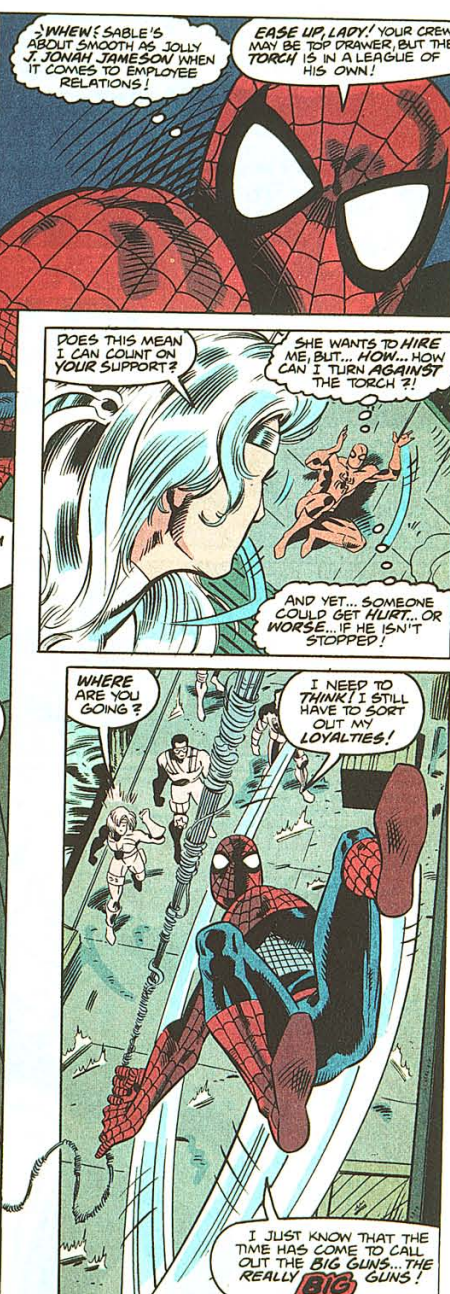
LOOK AT YOU...! DEFEATED BY A SINGLE Foe!

YEAH, BUT JOHNNY STORM IS A MEMBER OF THE FANTASTIC FOUR AND...

EXCUSES ARE THE REFUGE OF THE INCOMPETENT AND INEFFECTIVE, BATTLESTAR!

YOU PEOPLE ARE SUPPOSED TO BE HIGHLY TRAINED PROFESSIONALS!

I EXPECT BETTER RESULTS! YOU AREN'T PAID TO FAIL!



WHEN? SABLE'S ABOUT AS SMOOTH AS JOLLY J. JONAH JAMESON WHEN IT COMES TO EMPLOYEE RELATIONS!

EASE UP, LADY! YOUR CREW MAY BE TOP DRAWER, BUT THE TORCH IS IN A LEAGUE OF HIS OWN!

DOES THIS MEAN I CAN COUNT ON YOUR SUPPORT?

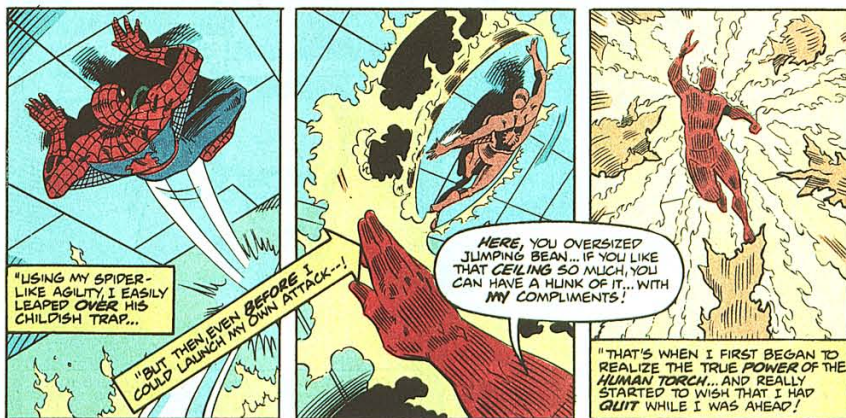
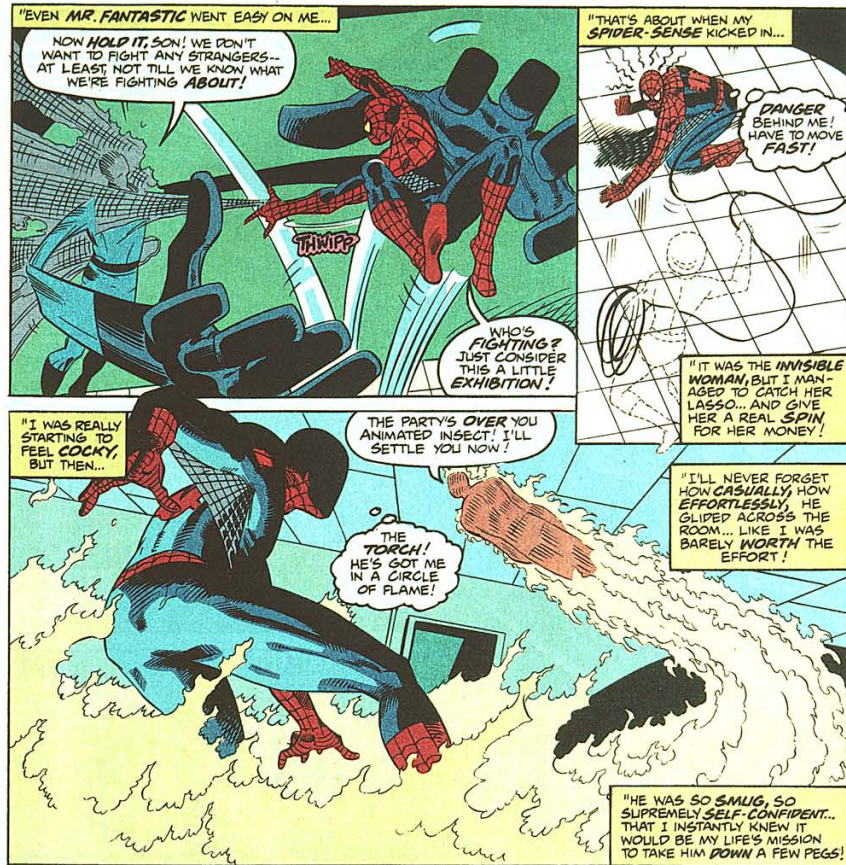
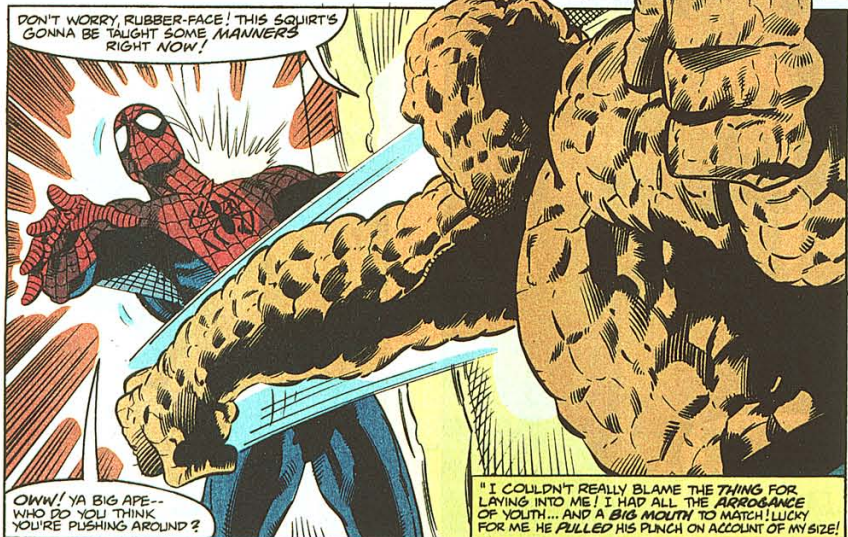
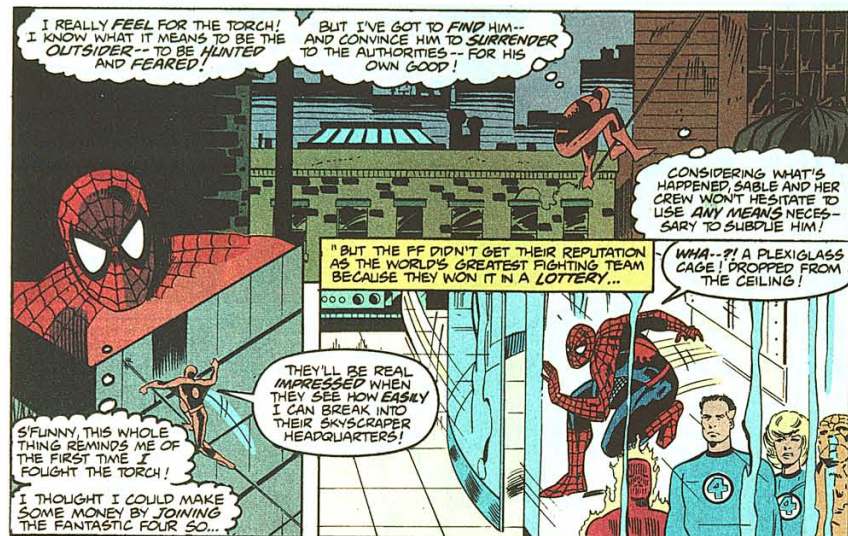
SHE WANTS TO HIRE ME, BUT... HOW... HOW CAN I TURN AGAINST THE TORCH?!

AND YET... SOMEONE COULD GET HURT... OR WORSE... IF HE ISN'T STOPPED!

WHERE ARE YOU GOING?

I NEED TO THINK I STILL HAVE TO SORT OUT MY LOYALTIES!

I JUST KNOW THAT THE TIME HAS COME TO CALL OUT THE BIG GUNS... THE REALLY **BIG** GUNS!





"WHEN JOHNNY AND I WERE PRETTY WILD IN THOSE DAYS, BUT LIFE SEEMED SO SIMPLE THEN..."

"ASIDE FROM THE FANTASTIC FOUR, I STILL HADN'T FOUGHT ANYONE WHO COULD DEFEAT ME... BUT THEN I MET DOCTOR OCTOPUS... AND RECEIVED THE SHOCK OF MY LIFE!"

"I'M HELPLESS! CAN'T FIGHT ALL THOSE ARMS AT ONCE!"

WHERE ARE YOUR BRAVE WORDS AND TALENTS NOW, SPIDER-MAN?

"TO ADD TO MY HUMILIATION, OCK TOSSED ME AWAY LIKE A SACK OF RANCID GARBAGE!"

WHAT DO I DO NOW? IS THIS THE END OF SPIDER-MAN?

"I HAD NEVER LOST BEFORE, AND DIDN'T KNOW HOW TO HANDLE IT!"

"BUT THAT'S WHEN I LEARNED THAT THE TORCH WAS GIVING A TALK AT MY SCHOOL..."

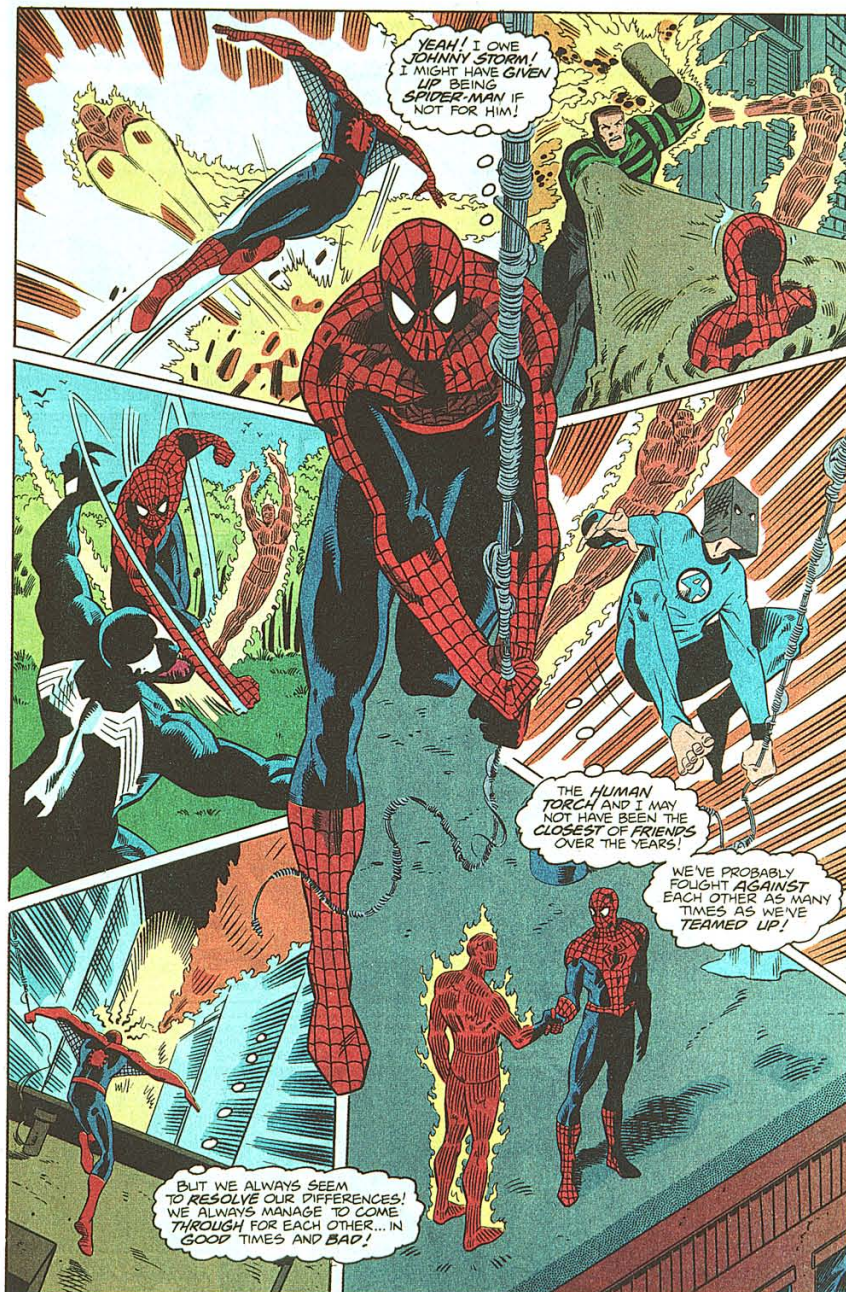
"AFTER A FEW FLAMING JOKES, HE LAUNCHED INTO A SPEECH... AND WHAT A SPEECH IT WAS!"

YOU'RE NO THREAT TO ME!

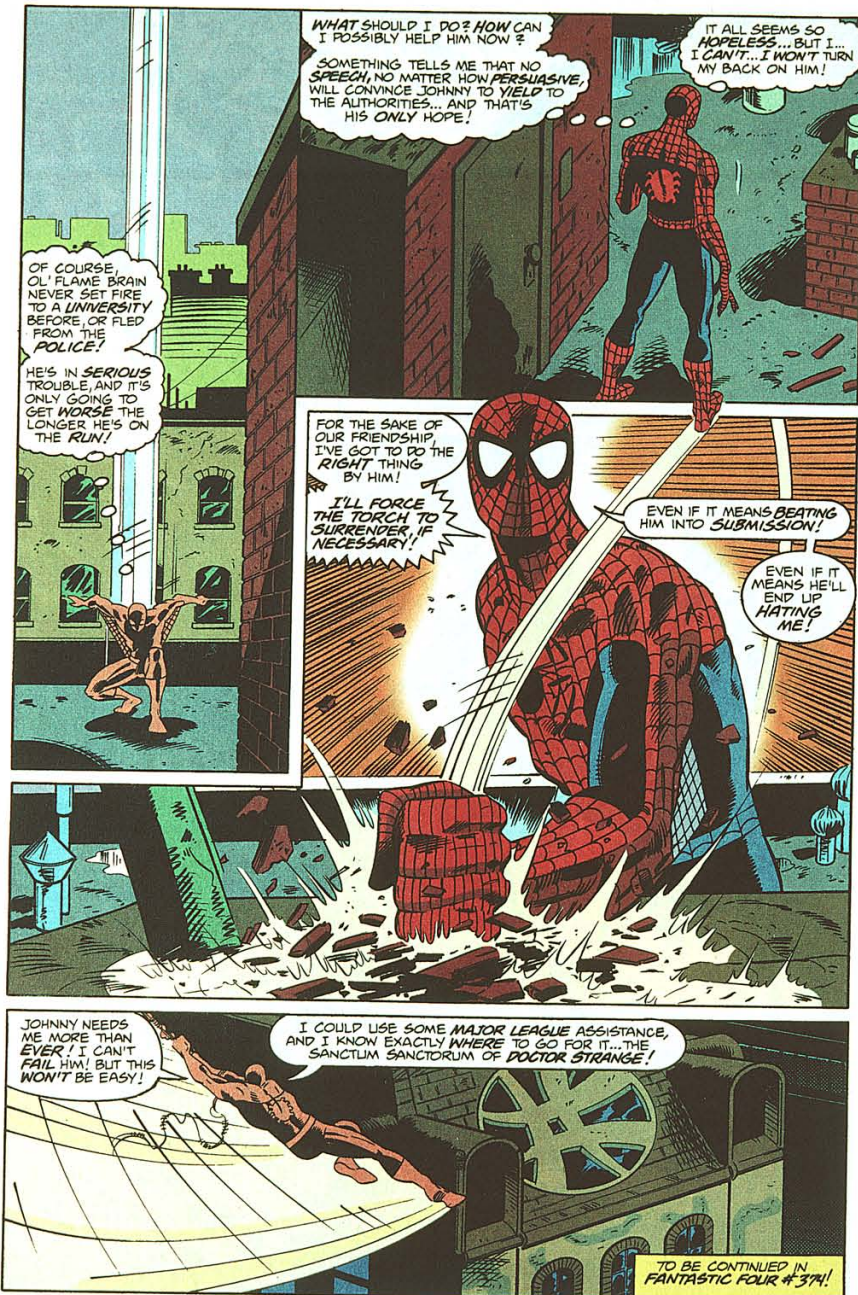
"HE WAS RIGHT! I NEVER HAD A CHANCE!"

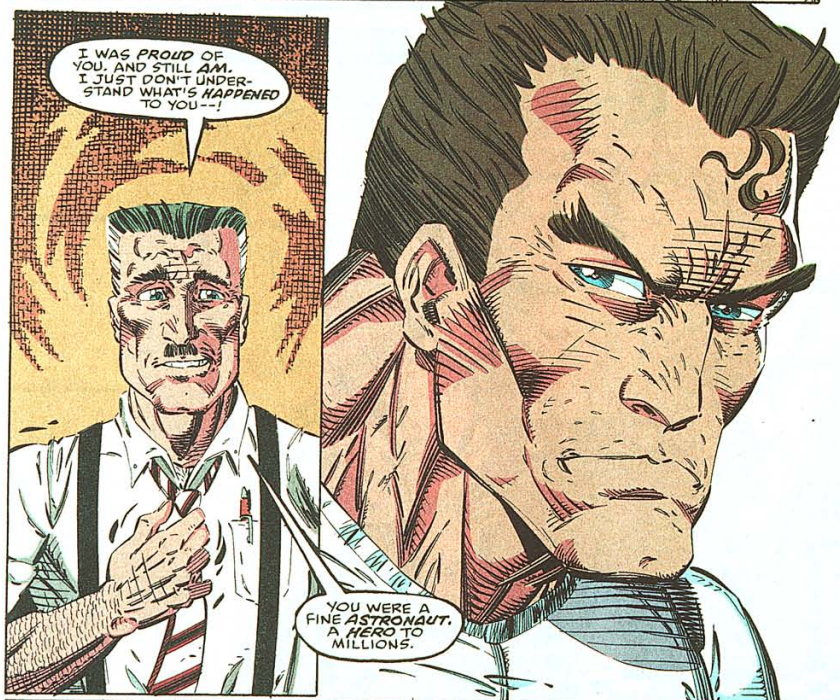
"I MAY HAVE FORGOTTEN HIS EXACT WORDS, BUT I'LL ALWAYS REMEMBER HOW THEY INSPIRED ME TO KEEP FIGHTING... NO MATTER HOW THE ODDS STACKED UP!"

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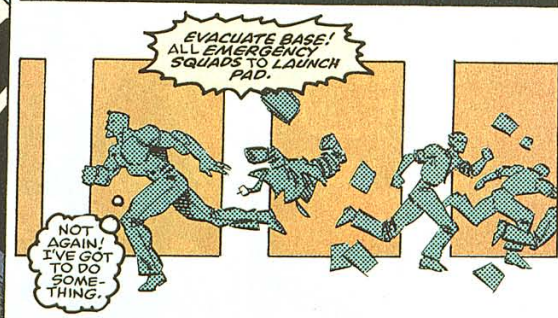
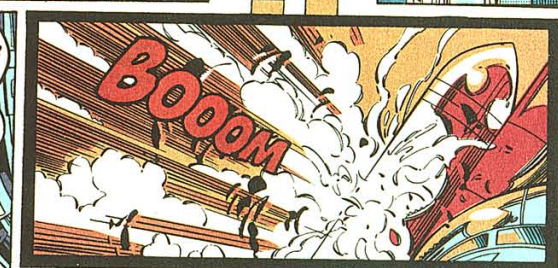
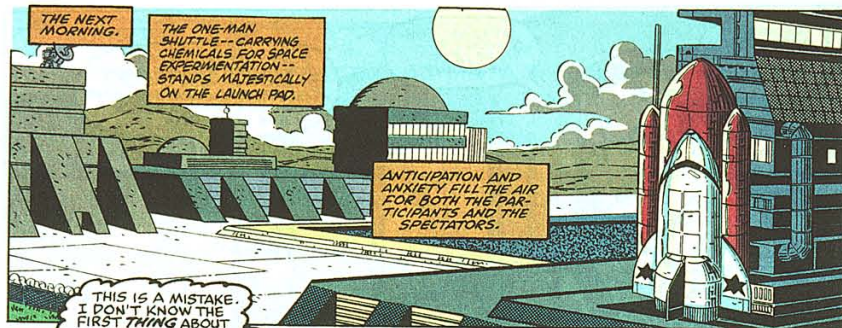


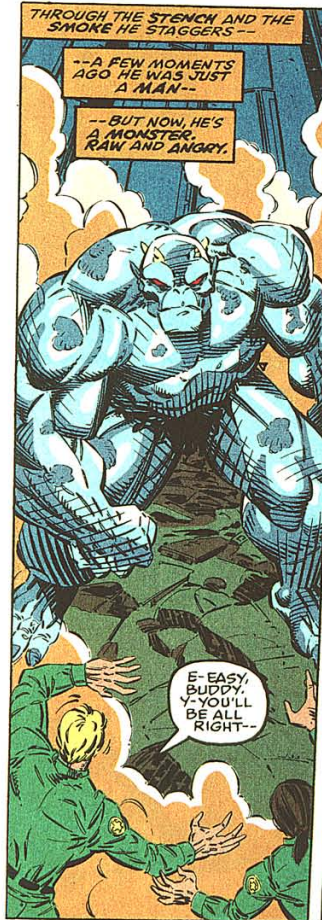
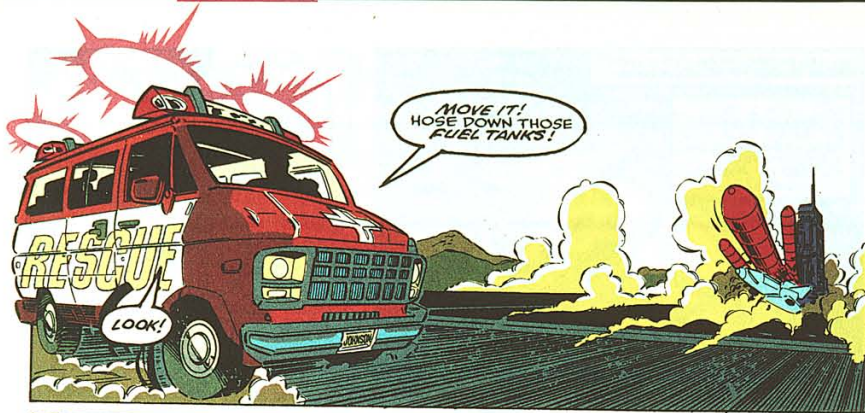


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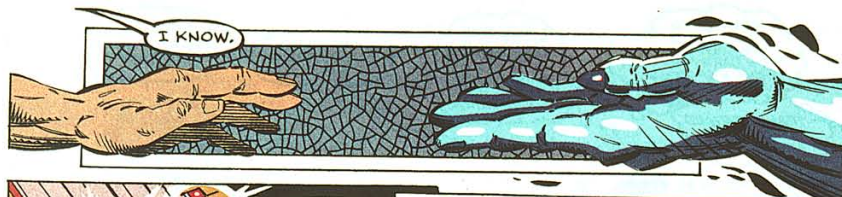




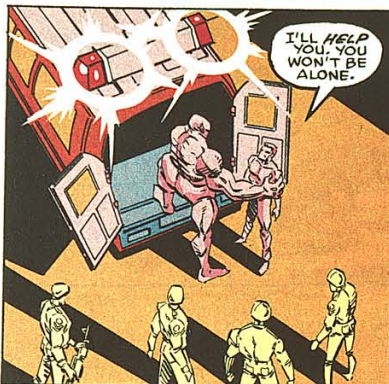
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I KNOW.



I'LL HELP YOU. YOU WON'T BE ALONE.

HEY, JAMESON, YOU SAVED THE DAY. YOU'RE A HERO.

NO.



I JUST HAVE A BETTER HOLD ON MY MONSTER THAN SOME.



I GUESS THAT'S IT. CRISIS AVERTED. EVERYONE GOES HOME, BUT WHERE DOES THAT LEAVE ME?

I WASN'T CUT OUT FOR THE DESK JOCKEY GRIND.

MAYBE WHAT HAPPENED TODAY COULD POINT A DIRECTION OF SOME SORT. I MADE A DIFFERENCE IN ANOTHER PERSON'S LIFE. THAT HAS TO COUNT FOR SOMETHING.



MAYBE, I WAS MEANT TO HELP PEOPLE WHO SUFFER FROM MONSTROUS TRAUMAS-- LIKE THE ONE I SUFFERED FROM--

-- PEOPLE FEARED BY OTHERS, SHUNNED BY THE LIGHT.

NOT EXACTLY WHAT DAD HAD IN MIND BUT HE'LL LEARN TO ACCEPT IT... EVENTUALLY.



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THE END...?



STAN LEE PRESENTS:

ECHOES...

TERRY KAVANAGH WRITER
DON HUDSON INKER
JON BABCOCK LETTERER
DANNY FINGEROTH EDITOR
AARON LOPRESTI PENCILER
RENEE WITTERSTAETTER COLORIST
TOM DEFALCO EDITOR IN CHIEF

WHEN THE HUNTER HUNTS...

WHAT'S THE MATTER, BIRTHDAY BOY-- GETTING TOO OLD 2 LUNG- TO FIGHT DEATH ANYMORE?

THIS PARTY WAS MY IDEA, CHUMP-- YOU'RE JUST SPENT FROM: 200%: HOISTING TOO MANY BREWS..

ONE WAY OR THE OTHER, WE'RE GOING TO BRING A LITTLE COLOR TO THIS PLACE, GUYS...

AND THIS WHOLE GRAVEYARD'S THE CANVAS FOR OUR STATEMENT, BABE--

SPIDER-MAN STAIN BY THE POINT

ESST

SERGE KRAVING

EST

EST

EST

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THAT PAINT'S NOT GOING TO COME OFF--!

WE HAVE TO DO SOMETHING OR HE'LL KILL GARY...



GARY'S ALREADY FAINTED... AND WE'VE GOT TO GET HIM AWAY FROM KRAVEN BEFORE...

HAUNTINGLY, THE ALL-TOO-HUMAN LOYALTY OF HELPLESS PREY ECHOES BACK TO PROUDER DAYS...



...AND THE TRIUMPHANT BONDING OF THE FELLOW PREDATOR IN YEARS GONE BY.

THE HUNTER AND HIS LIFE-LONG COMRADE-IN-ARMS EXCHANGED VALUABLE BLACK-MARKET POACHING TROPHIES FOR STATE-OF-THE-ART SPORTING WEAPONRY...

...AND THE HUNT WAS STILL PURE.



BUT, TRAGICALLY, THE MENTAL AGILITY OF ONE PREDATOR...



--WAS DESTINED TO LEAD THE PHYSICAL PROWESS OF THE OTHER INTO HUNT BIGGER THAN BOTH...

...IN THE FORM OF THE SPIDER.



AND WHEN THE HUNT REACHED ITS BLOODY CLIMAX...

KRAKEN! DOOM!



WHAT THE--?



SPIDER-MAN?!

...ONLY THE SPIDER LIVES.



GARY

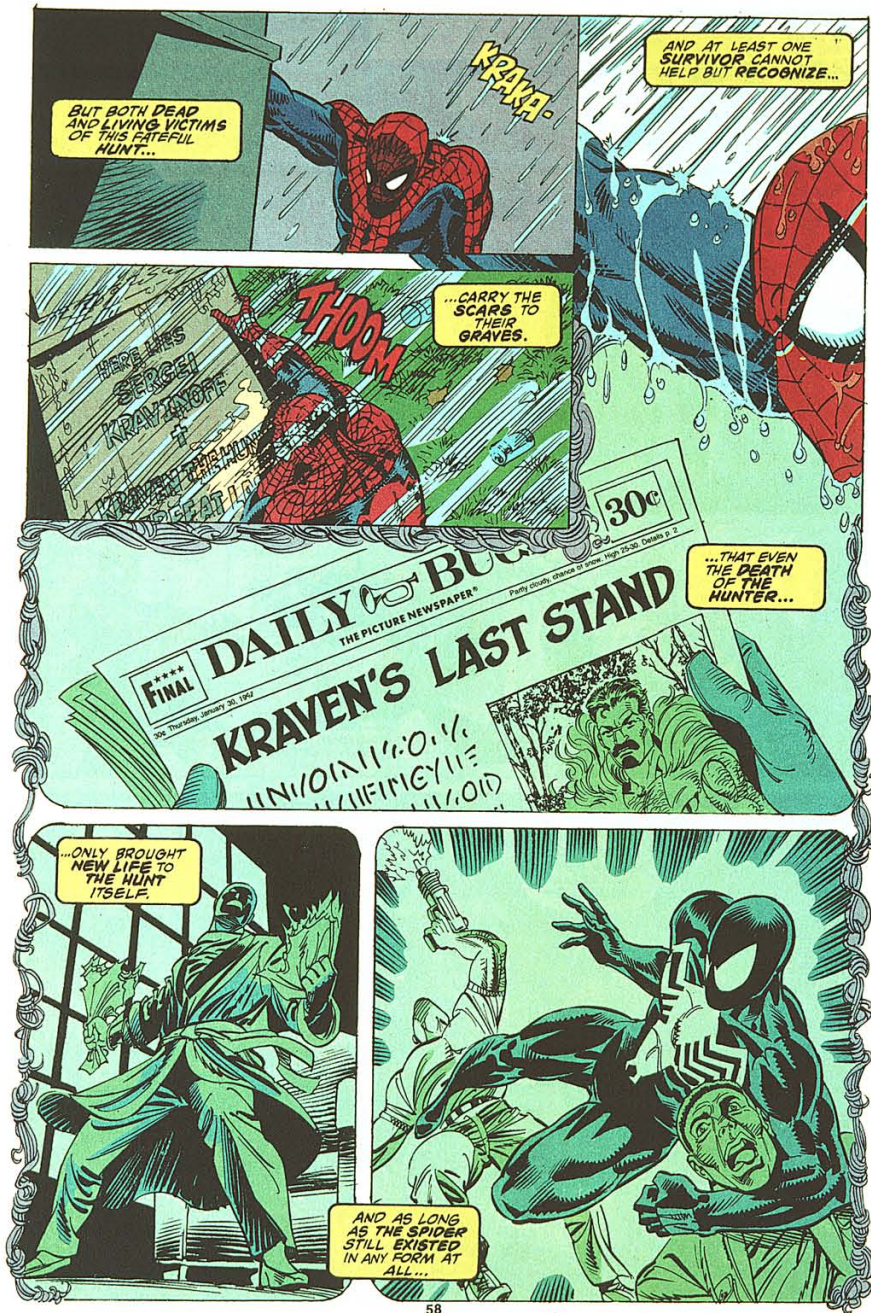
I'VE GOT HIM--

AGAINST ALL ODDS, THIS PREY FOUGHT FOR ITS LIFE...



--JUST KEEP MOVING BEFORE THAT FREAK CHANGES AGAIN.

...AND THE HUNTER EVENTUALLY FELL IN HIS STEAD.



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THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

DANNY FINGEROTH
EDITOR
MIKE LACKEY
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Dear Danny and David,

I think that you're making a big mistake with this storyline involving Peter Parker's parents and the Red Skull. I don't mean that it's a bad idea, though I'm generally disappointed with resurrections (whether true or false). I mean you're literally making a mistake.

It is well established that the Red Skull with whom Richard and Mary Parker were associated was not the original Nazi, Johann Schmidt, but rather his Communist imitator, Albert Malik. When the Parkers were killed (?) the original Red Skull was still in suspended animation in Germany. He had nothing to do with the Parkers. And Malik, the second Red Skull, was killed by Scourge some time ago (in CAPTAIN AMERICA #347) after being defeated by Hawkeye in SOLO AVENGERS #6.

So why, in AMAZING SPIDER-MAN #367, were the Parkers' names in the computer system of the original Skull? Either you all have something very clever planned or you've just based a major storyline on a massive continuity error.

Bradford R. Poston
4075 East River Road
Tucson, AZ 85718

We always have something clever planned, Bradford! Don't you think the original Red Skull, being the mastermind that he is, would usurp everything his "stand-in" learned during his long sleep?

Dear Spider-folks,

AMAZING SPIDER-MAN #367 was a very interesting issue. I enjoyed seeing Spidey and Solo take on the Red Skull's forces.

There was, however, one problem with this issue—the inclusion of ULTIMATUM. While ULTIMATUM used to have ties to the Red Skull, it no longer does. Flag Smasher, the founder of ULTIMATUM, purged it of all agents loyal to the Skull a while back. If you need evidence of this, check out CAPTAIN AMERICA #394. On pages 8 and 9 of that issue, you see all the organizations with ties to the Red Skull. ULTIMATUM is not there.

The only reason I can see for ULTIMATUM agents working for the Skull is that they were impostors used to falsely implicate Flag Smasher's organization.

Aside from this one point, I found issue #367 to be very enjoyable. Let's see more of the Red Skull in future issues.

Ben Herman
New Rochelle, NY

Wow! Two Captain America fans in a row! Ben, you're partially correct about the Red Skull's ULTIMATUM agents, but they're not really impostors. Do you really think the Red Skull would allow Flag Smasher to disrupt his plans by eliminating every renegade ULTIMATUM agent?

Dear sirs,

While it's been nice to see some of Spidey's older foes, the current Spider-Slayers storyline remains completely unimpressive. Although the Black Cat showed potential this issue, the

overall characterizations have been rather dull of late, giving us the same old rehash of past issues, with the portrayal of Mary Jane being unforgivable at best. Not since Gwen Stacy has there been a supporting character of this stature, but it would seem the Powers-That-Be are determined to screw her up.

I'm also totally unintrigued by the Richard/Mary Parker subplot. They were more interesting dead.

I am, however, enjoying Mark Bagley's work here. His Spidey is strongly reminiscent of the Ross Andru/John Romita days and is second only to Steven Butler's rendition. While I enjoy Sal Buscema's and Alex Saviuk's versions over on SPECTACULAR and WEB, this is the Spider-Man I grew up on.

The only other redeeming quality of recent issues has been the J.M. DeMatteis back-ups, and "The Web" was certainly no exception. While Aunt May has always been among the more prominent of the Spidey cast, she has also been one of the least developed on a personal level, and this look into her past was greatly appreciated.

Marson Fedrick
P.O. Box 514
Ellisville, MS 39437

Stick around, Marson! The next few issues should wipe away any doubts you have about the current storyline!

Dear Spider-Men,

This is my first time writing to you and I'd like to say your comic is great! I started collecting ASM in 1989 during the "Assassin Nation Plot" and I've gotten almost every issue since. I'd like to compliment Mark Bagley and Bob Sharen for their excellent work on the book.

I got a nice surprise in issue #368 when Felicia returned. I hope you can somehow have her get back her Black Cat powers. I think Spidey will need all the help he can get against these robots.

I am eagerly awaiting issue #369 to come out so I can see Mr. Bagley's rendition of Electro. I'm sure it'll be great!

I am only 11 years old and I don't receive a large allowance from my parents. With the price of comics at \$1.50 (Canadian) plus G.S.T., I can't get my three favorite titles every month. Why is the price so high now?

In closing, I'd like to ask anyone who likes Spider-Man comics to write me. In my opinion, ASM is the best comic around.

Ryan Hodgkins
28 Thompson Ave.
St. Catharines, Ont.
Canada

There are many Spider-Man fans eager to write to you, Ryan, but it would have made things easier if you had included a zip code! As for the price of comic books, well, other than non-cable television, where will you find such action-packed entertainment for such a meager price?

Yo Spider-Dudes,

Issue # 368 was beautifully done. Mark

Bagley really knows how to portray Spider-Man: sleek and fast, not too bulky but not too thin. I really have to say I miss his penciling on the NEW WARRIORS. Will he ever return to it? Fat chance, huh? Well, why not just do a crossover with the Powers-That-Be. I mean like six issues each. That would really be a blast.

Okay, about the issue. Like I said, the artwork was fantastic. I really enjoyed the metallic creatures out to get Spidey's hide and am curious as to who the try-hard Xavier look-alike is. But what I really liked about the book was the scene where the worker with the jackhammer. To me, super-heroing really pays at times like these. With guys like the jackhammer guy, fighting bad guys could be really worthwhile. I mean, even non-super heroes could learn from what happened here. When you do a good deed for someone, especially someone you really don't know, there will come a time when you will need that favor returned. Now that's worth doing a good job for.

Mel Atendido
57 Lorraine Street
Parkway Village
Quezon City, Philippines 1001

Hey, that's what Spider-Man is all about, Mel—responsibility toward one's neighbor. And you're absolutely right, that mind set does not necessarily have to be reserved just for super heroes.

Dear Editor,

Let me say that I think AMAZING SPIDER-MAN is one of the best comic books on sale now. The art is terrific and the storylines are MARVELOUS.

The reason I wrote this letter is because I think I know the identity of the mysterious figure in the epilogue. TA-DA! It's Alistair Alonzo Smythe. I'm right, aren't I?

Paul Nichols
1509 Alexander SE
Grand Rapids, MI 49506

As you know by now, Paul, you were right on the money! Guess you picked up on the clues we laid!

Dear Danny,

So, AMAZING SPIDER-MAN is again available twice a month, eh? Great news! A double helping of web-spinning wonders every thirty days. Plus, "Invasion of the Spider-Slayers" so far seems much better than last year's "Round Robin" story. For one thing, the issues are not overcrowded with countless, pointless guest stars, and for another, there is the intriguing subplot of Peter's parents. Like Peter, I'm not totally convinced that these people are the genuine item, and I still think the Red Skull has some explaining to do.

Who is the mystery man in the weird chair sending the robots after Spidey? Alistair Smythe, perhaps? Nah, too obvious! And what is the Black Cat up to? Yep, this story has me hooked. I like to see the odd appearance by Electro, Scorpion, and other classic bad guys, as long as they don't pop up too often.

David's plots and dialogue are always enjoyable, but lately he seems to be overdoing the action, allowing the characterization to slip. Mary Jane's smoking is a step in the right direction, though. And Mark B.'s art is good as ever.

One thing—why does Spidey constantly dismiss or ignore his spider-sense? It buzzes to warn him of danger, so he should pay some attention to it. Without his extra sense, he would have been killed a long time ago.

All in all, a nice couple of issues. The real highlight was the Harry Osborn back story, which tied in well with SPECTACULAR SPIDER-MAN. A regular back-up spotlighting various villains and supporting characters is a good idea. It worked well in CAPTAIN AMERICA and Spidey has no shortage of co-stars to fill the extra pages. This could also showcase the talents of some of Marvel's lesser-known artists. So go for it!

John Kelly
19 Barton Close
South Woodham Ferrers
Essex, England CM3 5UB

The back-up stories were a regular feature in AMAZING SPIDER-MAN throughout the bi-weekly storyline. And we've got a few this very issue, too! They enable us to explore some facets of the Spiderverse that sometimes get neglected, while giving David and Mark time to do relaxing things—like producing the VENOM: LETHAL PROTECTOR limited series that (like we had to tell you) on sale now!

Hey! You guys are getting on my nerves! First you kill off Tony Stark, then you bring back Peter's long-dead parents! Where does it end? How badly will you mess with your characters just to sell more comics? I've seen the charts and graphs indicating how much of the market share belongs to Marvel. Out of all the comics sold each month, 50-60 percent are Marvel titles, which is great. But does the end justify the means?

This may be comics, but some things should not happen! Peter's parents should never have been brought back. The driving force behind him being Spider-Man is guilt over his dead parents and his reluctance to stop a criminal who ended up killing his uncle. Now he's driven to do the right thing. What if Uncle Ben had never really died, but instead was used in an experiment that turned him into a cyborg. Do you see what I mean? Some things should be left alone. It's difficult to put into exact words why Peter's parents shouldn't have been brought back, but it just doesn't seem right.

It was great to see Peter finally explode at Jonah in the back-up story of issue #368. He should have done it a long time ago. The part that gets on my nerves is that you have Jonah acting like a complete vulture. He may be a jerk, but he isn't a villain! Deep down he cares about people, especially Peter and Robbie. I don't believe he is so hungry for a story that he would leech off the pain of a friend and co-worker.

Michael Jones
P.O. Box 31
Waterboro, ME 04087

And thanks for your comments about Peter's parents, Michael. Apparently, you're a SPECTACULAR SPIDER-MAN fan too, since you must've found out how much

Spidey's guilt over his folks has burned within him over the years, as we discovered in "The Child Within."

All we ask is that you stick around a while and see for yourself if Richard's and Mary's return doesn't add to the intensity of Spider-Man's adventures.

Dear Marvel, I have enjoyed the first two issues of "Invasion of the Spider-Slayers" (#368-369). The stories you tell are your own, and I don't want to tell you how to write them, but I do have a problem. On page four, Mary Jane smokes a cigarette.

What writer (David Michelinie), editor (Danny Fingeroth), or editor in chief (Tom DeFalco) allowed this to happen? I don't know if you realize it, kind sir, but SMOKING IS HARMFUL TO YOUR HEALTH! I feel for people who are addicted to smoking. My mother smoked for 35 years and quitting has been the most traumatic thing of her life. Nevertheless, the act of smoking is simply not smart and certainly not to be encouraged.

To see you portraying Mary Jane as a smoker with an attitude was disgusting. It was out of place in a Spider-Man comic and out of touch with current health trends. "I need this more than you don't!" Well, that's a fine excuse.

But I can already hear your answer. "Mary Jane is a real person, and real people have real problems." Can it, please. Get rid of the cigarettes. For our health of mind.

Jason F. Smith
1366 E. 1700 S.
Salt Lake City, UT 84105

You answered your own question, Jason. Mary Jane does have a problem, and she's going to have to face the consequences of that problem...maybe sooner than she thinks!

Dear David & Mark,
Re: "Invasion of the Spider-Slayers" Part I and Part II
Way out cool! Bagley's artwork has gotten better and better, but I kind of miss Spidey's "nostrils" on his mask.
I remember Mark's first job on AMAZING SPIDER-MAN #345 and it looked lousy and lazy. I can't believe this is the same guy! Against Larsen, Bagley wins hands down!

William Sharpe
27 Barron Street Unit 14
Stratford Ont. CANADA
N4Z 1E8

Dear Marvel or whoever opens this letter...

I am writing to ask you for information on some of Spider-Man's coolest and best enemies. I only started collecting comics about a year and a half ago, and I would really like to know more about Spider-Man's foes.

This letter is also to thank all the great artists, writers, editors and whoever else helps make Marvel the best comic company in the world.

Until Peter Parker gets bitten by a radioactive spider and...whoops, never mind.

Mike Holmes
2326 Harding Road
Ottawa, Ont.
CANADA K1G 3B9

Mike, being relatively new to the Marvel Universe, you may wish to pick up a valuable source of information we publish every month. It's the MARVEL UNIVERSE MASTER EDITION, and it features

biographical and bibliographical information about all our characters on loose-leaf sheets that fit neatly into a nifty binder that's also available at your local comic book store.

Dear Spider-lovers,
In response to your poll for the cast of the SPIDER-MAN MOVIE, do you know who'd make a good Spidey? Charlie Sheen! Other possibilities:

Spidey: Jim Carrey
Mary Jane: Nicole Kidman
Uncle Ben: Marlon Brando
Aunt May: Jessica Tanzi
Electro: Robin Williams
Green Goblin: Michael Ironsides
Sandman: Dolph Lundgren
Doc Ock: John Lithgow

Well, I like them. Hope you do, too. Until next time...

Joey Reed
1235 Mt. Comfort #13
Fayetteville, AR 72703

Thanks, Joey! Keep those suggestions coming, folks. Maybe we'll poll some of the Spider-creators around here and print their ideal choices for the SPIDER-MAN MOVIE cast!

Next! While Mark Bagley takes a sabbatical to work his wondrous pencils on the VENOM: LETHAL PROTECTOR limited series, Jeff Johnson good pencils issues #376 and #377, where *Cardiac*, *Spyx* and *Stone* return to bedevil Spidey! And in issue #378, Mark will return to handle this mag's first chapter—Chapter 3—in the all-Spider-book 14-part "Maximum Carnage" crossover!

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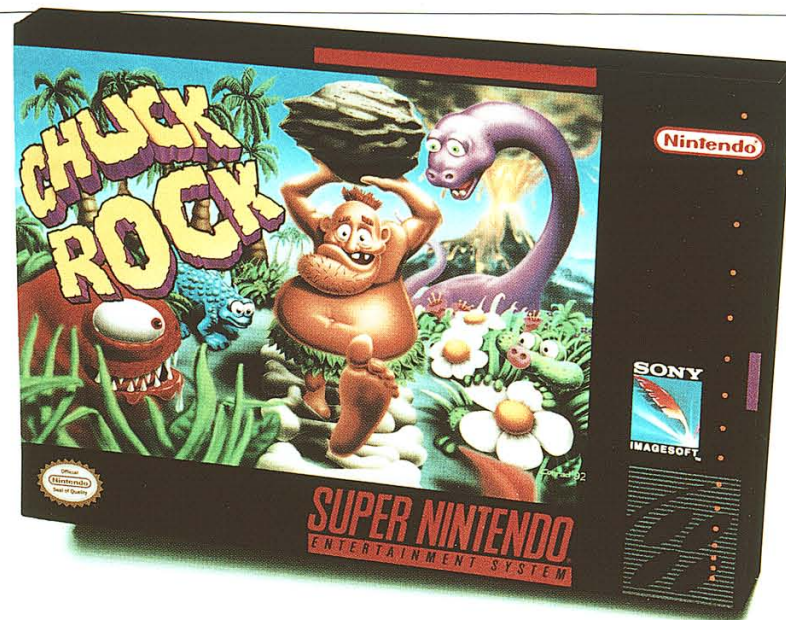
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